



indiamart®

IndiaMART InterMESH Limited

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POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF INDIAMART INTERMESH LIMITED

This post-Buyback public announcement ("Post-Buyback Public Announcement") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, for the time being in force including any statutory modifications and amendments from time to time ("SEBI Buyback Regulations") regarding completion of the Buyback.

This Post-Buyback Public Announcement should be read in conjunction with the public announcement dated April 29, 2022 ("Public Announcement"), corrigendum to the Public Announcement dated May 2, 2022 and the letter of offer dated May 20, 2022 ("Letter of Offer") issued in connection with the Buyback. Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- IndiaMART InterMESH Limited (the "Company") had announced the Buyback of up to 1,60,000 (One Lakh Sixty Thousand Only) fully paid-up equity shares of the Company having the face value of INR 10/- each (Indian Rupees Ten Only) each ("Equity Shares") from the existing shareholders/ beneficial owners of Equity Shares as on the Record Date (i.e. May 11, 2022), on a proportionate basis, through the "Tender Offer" route through Stock Exchange mechanism as prescribed under the Buyback Regulations at a price of INR 6,250 (Indian Rupees Six Thousand Two Hundred Fifty Only) per Equity Share payable in cash for an aggregate consideration not exceeding INR 10,000 Lakhs (Rupees Ten Thousand Lakhs Only) excluding any expenses incurred or to be incurred for the buyback viz. brokerage costs, fees, turnover charges, taxes such as buyback tax, securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, printing and dispatch expenses and other incidental and related expenses and charges ("Transaction Costs" and such maximum amount hereinafter referred to as the "Buyback Offer Size"). The Buyback Size represents 0.52 % of the total number of Equity Shares in the existing total paid-up equity capital of the Company as on the date of the Board Meeting and of the total paid-up equity capital of the Company as of March 31, 2022.

- The Buyback Offer Size represents 5.32% and 5.37 % of the aggregate of the Company's fully paid-up equity capital and free reserves as per the latest standalone and consolidated audited financial statements of the Company, respectively, as on March 31, 2022.

- The Company had adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through the "Mechanism for acquisition of shares through Stock Exchange", as provided under the SEBI Buyback Regulations and circular no. CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015, circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, and circular no. SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 issued by the Securities and Exchange Board of India ("SEBI"). For the purposes of the Buyback, NSE was the designated stock exchange.

- The Buyback Opening Date was Thursday, June 2, 2022 and the Buyback Closing Date was Wednesday, June 15, 2022.

2. DETAILS OF THE BUYBACK

- The total number of Equity Shares bought back pursuant to the Buyback was 1,60,000 Equity Shares at a price of INR 6,250/- (Indian Rupees Six Thousand Two Hundred Fifty Only) per Equity Share.
- The total amount utilized in the Buyback was INR 1,00,00.00,000/- (Indian Rupees Ten Thousand Lakh Only), excluding Transaction Costs.
- The Registrar to the Buyback i.e., Link Intime India Private Limited ("Registrar"), considered a total of 61,140 valid bids for 34,29,566 Equity Shares in response to the Buyback, resulting in the tender of approximately 21.43 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category	Number of Equity Shares reserved in the Buyback	Number of Valid bids	Total Equity Shares Validly Tendered	Response (%)
Reserved Category for Small Shareholders	24,000	57,600	2,51,268	1046.95%
General Category for all other Eligible Shareholders	1,36,000	3,540	31,78,298	2336.98%
Total	1,60,000	61,140	34,29,566	2143.48%

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar, via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the depositories) on June 23, 2022. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance/rejection were dispatched to the Eligible Shareholders by the Registrar and the same was completed on June 23, 2022.

- The settlement of all valid bids was completed by NSE Clearing Limited ("Clearing Corporation") on June 23, 2022. The Clearing Corporation has made direct funds pay-out to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Seller Broker for onward transfer to such Eligible Shareholder holding Equity Shares in Dematerialised form.

- Demat Shares accepted under the Buyback were transferred to the Company Demat Account on June 23, 2022. The unaccepted Demat Shares have been returned to respective Eligible Shareholders/custodian and lien has been removed by Clearing Corporation on June 23, 2022. No Equity Shares held in physical form were validly tendered or accepted under the Buyback.

- The extinguishment of 1,60,000 Equity Shares accepted under the Buyback, comprising of 1,60,000 Demat Shares, is currently under process and shall be completed in accordance with the SEBI Buyback Regulations by June 30, 2022.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company before and after the completion of the Buyback is set forth below:

Particulars	Present	Post completion of the Buyback#
Authorised share capital	INR 99,44,25,584 (9,94,42,460 Equity Shares having face value INR 10/- each and 3 (Three Only) 0.01% Cumulative Preference Shares having face value of INR 328/- each)	INR 99,44,25,584 (9,94,42,460 Equity Shares having face value INR 10/- each and 3 (Three Only) 0.01% Cumulative Preference Shares having face value of INR 328/- each)
Issued, subscribed and paid-up share capital	INR 307,745,740 (30,774,574 Equity Shares of INR 10 each)	INR 306,145,740 (30,614,574 Equity Shares of INR 10 each)#

#Subject to extinguishment of 1,60,000 Equity Shares.

- Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted under the Buyback are as under:

Sr. No.	Name of Shareholder	Number of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post Buyback equity capital of the Company#
1	Dinesh Chandra Agarwal	40,188	25.12%	0.13%
2	Brijesh Kumar Agrawal	27,215	17.01%	0.09%
3	Arisaig Asia Fund Limited	7,271	4.54%	0.02%
4	Arisaig Global Emerging Markets Fund (Singapore) Pte. Ltd.	3,090	1.93%	0.01%
5	Uti Flexi Cap Fund (Under 2 Schemes)	3,020	1.89%	0.01%
6	Madhup Agrawal	2,438	1.52%	0.01%
7	Massachusetts Institute Of Technology	2,166	1.35%	0.01%
8	Platinum Asia Fund	2,129	1.33%	0.01%
9	Grandeur Peak International Stalwarts Fund	1,931	1.21%	0.01%
10	Invesco India Equity And Bond Fund (Under 4 Schemes)	1,843	1.15%	0.01%
11	Dinesh Gulati	1,751	1.09%	0.01%
12	Pinebridge Global Funds - Pinebridge India Equity Fund	1,628	1.02%	0.01%

#Subject to extinguishment of 1,60,000 Equity Shares.

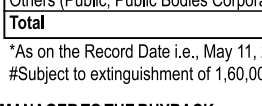
- The shareholding pattern of the Company before and after completion of the Buyback is set out below:

Category of Shareholder	Pre-Buyback*		Post-Buyback#	
	Number of Equity Shares	% to the existing Equity Share capital	Number of Equity Shares	% to the post-Buyback Equity Share Capital
Promoters and members of the promoter group, and persons acting in concert (collectively "the Promoter")	15,137,091	49.19	15,067,524	49.22
Foreign Investors (including Non-Resident Indians/ FIIs / Foreign Mutual Funds)	8,460,853	27.49	15,547,050	50.78
Financial Institutions/Banks/ Banks & Mutual Funds promoted by Banks/ Institutions	1,300,980	4.23		
Others (Public, Public Bodies Corporate etc.)	5,875,650	19.09		
Total	30,774,574	100.00	30,614,574	100.00

*As on the Record Date i.e., May 11, 2022.

#Subject to extinguishment of 1,60,000 Equity Shares.

4. MANAGER TO THE BUYBACK



Ambit Private Limited

Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013

Tel No. : +91 22 6623 3030; Fax No. : +91 22 6623 3020

Contact Person : Nikhil Bhiwapurkar / Jaspreet Thukral

Email : iil.buyback@ambit.co; Website: www.ambit.co

SEBI Registration No. : INM000010585

CIN : U65923MH1997PTC109992

5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for all the information contained in this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may have been used and confirms that it contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of
IndiaMART InterMESH Limited

Sd/- Brijesh Kumar Agrawal Whole time Director DIN: 00191760	Sd/- Dinesh Chandra Agarwal Managing Director & Chief Executive Officer DIN: 00191800	Sd/- Manoj Bhargava Company Secretary and Compliance Officer Membership No.: F 5164
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Date : New Delhi

Place : June 23, 2022