

**April 05, 2024**

**To,**  
**BSE Limited**  
(BSE: 542726)

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

**Subject: Disclosure under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the meeting of the Board of Directors of the Company was held today i.e., Friday, April 05, 2024, *inter-alia*, to transact the following businesses:

**I. Re-appointment of Mr. Dinesh Chandra Agarwal (DIN: 00191800) as Managing Director & Chief Executive Officer of the Company along with the remuneration thereof.**

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors have approved the re-appointment of Mr. Dinesh Chandra Agarwal, as Managing Director & Chief Executive Officer of the Company along with the remuneration thereof, for a period of 5 (five) consecutive years with effect from January 08, 2025, subject to the approval of shareholders of the Company.

**II. Re-appointment along with the remuneration of Mr. Brijesh Kumar Agrawal (DIN: 00191760) as Whole-time Director of the Company along with the remuneration thereof.**

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors have approved the re-appointment of Mr. Brijesh Kumar Agrawal, as Whole-time Director of the Company along with the remuneration thereof, for a period of 5 (five) consecutive years with effect from January 08, 2025, subject to the approval of shareholders of the Company.

**III. Change in Key Managerial Personnel**

**A) Transition of Mr. Prateek Chandra, Chief Financial Officer to a new role as Chief Strategy Officer of the Company**

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors have approved the transition of Mr. Prateek Chandra as the Senior Management Personnel in a new role within the Company as Chief Strategy Officer with effect from June 15, 2024. He would relinquish his position as Chief Financial Officer and Key Managerial Personnel of

the Company with effect from end of the day of June 14, 2024. The resignation letter is enclosed as ***Annexure 'A'***.

**B. Appointment of Mr. Jitin Diwan as Senior Management Personnel in the role of Chief Financial Officer Designate of the Company with effect from May 15, 2024 and as Chief Financial Officer and Key Managerial Personnel of the Company with effect from June 15, 2024**

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors approved the appointment of Mr. Jitin Diwan as Senior Management Personnel in the role of Chief Financial Officer Designate of the Company with effect from May 15, 2024 and as Chief Financial Officer and Key Managerial Personnel of the Company with effect from June 15, 2024. The Audit Committee meeting held on the same date has also approved his appointment as Chief Financial Officer with effect from June 15, 2024.

**IV. Appointment of Mr. Nikhil S. Prabhakar as Senior Management Personnel of the Company**

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors approved the appointment of Mr. Nikhil S. Prabhakar as Senior Management Personnel of the Company with effect from April 05, 2024 with the designation of Chief Information Officer of the Company.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 are enclosed as ***'Annexure-B'***.

The meeting commenced at 03:30 p.m. and concluded at 04:30 p.m.

Please take above information on record.

Thanking You,

Yours faithfully,  
**For IndiaMART InterMESH Limited**

**(Manoj Bhargava)**  
**Company Secretary & Compliance Officer**  
**Membership No: F5164**

***Encl.: As above***

April 5, 2024

To,  
**The Board of Directors,**  
**IndiaMART InterMESH Limited**  
6th Floor, Tower- 2, Assotech Business Cresterra,  
Plot No. 22, Sector-135, Noida - 201305, Uttar Pradesh

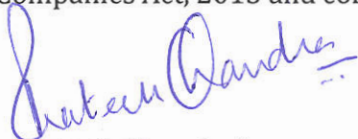
Subject: Relinquishment from the post of Chief Financial Officer and Key Managerial Personnel of  
the Company

Dear Sir(s) and Ma'am,

I, Prateek Chandra, will be transitioning to a new role as 'Chief Strategy Officer' within the Company with effect from June 15, 2024. I, therefore, hereby relinquish my position as Chief Financial Officer and Key Managerial Personnel of the Company with effect from end of the day of June 14, 2024.

I, further confirm that there is no other material reason for my resignation.

I take this opportunity to convey my sincere thanks to the Board and management of the Company for the support extended to me as Chief Financial Officer. I further request the Board to take the above information on record and to do all such acts, deeds, things etc. as required under the provisions of Companies Act, 2013 and comply with other necessary formalities, if any, incidental thereto.



**(Prateek Chandra)**  
**Chief Financial Officer and Key Managerial Personnel**

**Place: Noida**

**Annexure - B**

**A) Re-appointment of Mr. Dinesh Chandra Agarwal as Managing Director & Chief Executive Officer**

S. No.	Particulars	Description
1.	Reason for change viz. <del>appointment, reappointment, resignation, removal, death or otherwise</del>	Re-appointment as Managing Director & Chief Executive Officer, not liable to retire by rotation
2.	Date of <del>appointment/re-appointment/cessation</del> (as applicable) & term of <del>appointment/re-appointment</del>	Re-appointed for a period of 5 (five) consecutive years with effect from January 08, 2025, subject to the approval of shareholders of the Company.
3.	Brief profile (in case of appointment)	<p>Mr. Dinesh Chandra Agarwal has studied at Maharaja Agrasen Vidyalaya Inter College, Lucknow and acquired his B.Tech engineering degree with a specialization in computer science from the Harcourt Butler Technological Institute, Kanpur. He has previously worked with Hindustan Management and Technical Services Private Limited, HCL America, Inc., HCL Limited, HCL Hewlett-Packard Limited, Centre for Development of Telematics (C-Dot) and CMC Limited.</p> <p>He has led various revolutionary ideas to promote and help Indian SMEs worldwide and has raised voice on multiple concerns like GST, taxation, infrastructure, power, technology, etc. He is a prolific investor and has invested in a large number of start-ups.</p> <p>He is a Member of the Governing Council of Internet and Mobile Association of India (IAMAI) from 2015 till present. From 2017, he has also been actively associated with the Indus Entrepreneur (TiE) and serves on the Advisory Committee of Amity International Business School.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Dinesh Chandra Agarwal and Mr. Brijesh Kumar Agrawal are cousin brothers.

**B) Re-appointment of Mr. Brijesh Kumar Agrawal as Whole-time Director**

S. No.	Particulars	Description
1.	Reason for change viz. appointment, <del>reappointment, resignation, removal, death or otherwise</del>	Re-appointment as Whole-time Director, liable to retire by rotation
2.	Date of <del>appointment/re-appointment/cessation</del> (as applicable) & term of <del>appointment/re-appointment</del>	Re-appointed for a period of 5 (five) consecutive years with effect from January 08, 2025, subject to the approval of shareholders of the Company.
3.	Brief profile (in case of appointment)	<p>Mr. Brijesh Kumar Agrawal holds a master's degree in management science from University of Lucknow and a post graduate diploma in business management from Northern Institute for Integrated Learning in Management, New Delhi.</p> <p>He has experience in the field of internet, networking and systems development. Previously, he worked with H N Miebach Logistics India Private Limited.</p> <p>He is a charter member of The Indus Entrepreneurs (TiE), a global network of entrepreneurs and professionals.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Brijesh Kumar Agrawal and Mr. Dinesh Chandra Agarwal are cousin brothers.

**C) Transition of Mr. Prateek Chandra, Chief Financial Officer to a new role as Chief Strategy Officer of the Company**

S. No.	Particulars	Description
1.	Reason for change viz. <del>appointment,</del> <del>reappointment,</del> resignation, <del>removal, death or otherwise</del>	<p>During the last few years, the Company had been taking various steps to strengthen its value proposition and create an ecosystem wherein businesses are enabled to operate more efficiently by providing them business enablement software solutions. In furtherance of the same, the Company has invested ~Rs. 1100 Cr over the last few years, in pursuing inorganic growth opportunities in the areas of B2B, Fintech, Logistics and business SAAS, and have acquired Busy Infotech and Livekeeping Technologies and made multiple minority investments.</p> <p>As a next step to nurture and grow these investee companies while deriving mutual synergies with Indiamart business, as well as explore other organic and inorganic growth opportunities, the Company is creating a new role of 'Chief Strategy Officer' within the organization. This role will involve development and execution of growth strategy, identifying growth opportunities whether organic or inorganic. As these activities become critical, the Chief Strategy Officer will become an essential part of the core C-suite and will work closely with the CEO and the Board of Indiamart.</p> <p>While identifying the right candidate for this role, it has been felt that Mr. Prateek Chandra has developed in-depth understanding of what the role requires over a period with the Company as he had been closely involved in the strategy development since he joined IndiaMART. In addition, he has successfully demonstrated a record of rapidly and profitably growing the Company and completing significant and critical projects of pre-IPO fund raising, IPO, QIP, Bonus, Buyback, acquisitions and minority investments. The Company firmly believes that this dedicated role will allow him to resolutely focus on developing and executing a comprehensive, inclusive strategic plan and growth strategy by collaborating with senior leadership and the Board of Directors, that would be critical to our continued growth.</p> <p>Therefore, in the view of transition to a new role within the Company as 'Chief Strategy Officer' with effect from June 15, 2024, Mr. Prateek Chandra, has requested to relinquish his position of Chief Financial Officer and Key Managerial Personnel of the Company with effect from end of the day of June 14, 2024.</p>

**IndiaMART InterMESH Ltd.**

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

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2.	Date of <del>appointment/re-appointment/cessation</del> (as applicable) & <del>term</del> of <del>appointment/re-appointment</del>	With effect from end of the day of June 14, 2024.
3.	Brief profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

**D) Appointment of Mr. Jitin Diwan as the Senior Management Personnel as well as the Chief Financial Officer and Key Managerial Personnel of the Company**

S. No.	Particulars	Description
1.	Reason for change viz. appointment, <del>reappointment, resignation, removal, death or otherwise</del>	In pursuance to transition of Mr. Prateek Chandra to a new role as 'Chief Strategy Officer' within the Company, the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee, has at their meeting held today, <i>inter alia</i> , approved the appointment of Mr. Jitin Diwan as Senior Management Personnel in the role of Chief Financial Officer Designate of the Company with effect from May 15, 2024 and as Chief Financial Officer and Key Managerial Personnel of the Company with effect from June 15, 2024.  The Audit Committee at it's meeting held today also approved the appointment of Mr. Jitin Diwan as Chief Financial Officer of the Company with effect from June 15, 2024.
2.	Date of appointment/ <del>re-appointment/cessation</del> (as applicable) & term of appointment/ <del>re-appointment</del>	Mr. Jitin Diwan shall be appointed as : a) Senior Management Personnel in the role of Chief Financial Officer Designate and with effect from May 15, 2024; and b) Chief Financial Officer and Key Managerial Personnel with effect from June 15, 2024.
3.	Brief profile (in case of appointment)	<b>Qualification:</b> Mr. Diwan is a qualified Chartered Accountant from the Institute of Chartered Accountants of India (ICAI) and also holds an academic degree in Bachelor of Commerce from Delhi University.  <b>Experience:</b> He has over ~17 years of experience in long term strategic planning and execution, business partnering, investor reporting and controllership. He has previously led Upstox Securities as Head of Finance (Vice President). He has also worked with various esteemed organizations in E-Commerce and Telecom domain such as Amazon India, Bharti Airtel Limited and Vodafone. He possesses the ability to streamline financial controls, processes and business operations that drives profitability and productivity.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



### E) Appointment of Mr. Nikhil S. Prabhakar as Senior Management Personnel of the Company

S. No.	Particulars	Description
1.	Reason for change viz. appointment, <del>reappointment, resignation, removal, death or otherwise</del>	Induction of Mr. Nikhil S. Prabhakar as Senior Management Personnel of the Company in the role of Chief Information Officer of the Company.
2.	Date of appointment/ <del>re-appointment/cessation</del> (as applicable) & term of appointment/re-appointment	With effect from April 05, 2024.
3.	Brief profile (in case of appointment)	<p>Mr. Nikhil S Prabhakar joined the Company in August, 2022 and has held various responsibilities related to business and product over a period of time.</p> <p><b>Qualification:</b> Mr. Nikhil S Prabhakar holds a degree in Computer Science Engineering from NITK Surathkal and a Master's in Business Administration ('MBA') from the Faculty of Management Studies, New Delhi.</p> <p><b>Experience:</b> He has over ~13 years of experience across various industries and geographies and has core expertise in the field of Business Management, Sales Management, Product Management &amp; Leadership. Prior to joining the Company, he was previously associated with Pristyn Care, Ola Financial Services and Bharti Airtel. He was also the Founder of GoodHealth Technologies.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable