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August 19, 2020

National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Plot No: C/1, G Block Bandra Kurla Complex, Bandra (E) Mumbai – 400 051	**Corporate Relationship Department** BSE Ltd., Phiroze Jeejheebhoy Towers Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

Sub: Summary of proceeding of the 19th Annual General Meeting of Matrimony.com Limited and Voting results

Ref: BSE Scrip code: 540704 / NSE Symbol: MATRIMONY

In this regard, please find enclosed the brief proceedings of the Annual General Meeting of the Company held on Thursday, 06th August, 2020, as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – I

The aforesaid information is also being hosted on the website of the Company viz., www.matrimony.com.

Submitted for your information and records.

Thanking you

Yours faithfully,

For Matrimony.com Limited

S.Vijayanand
Company Secretary & Compliance Officer
ACS: 18951
No.94, TVH Beliclaa Towers, Tower II, 10th Floor, MRC Nagar, Chennai – 600028

Summary of proceedings of the 19th Annual General Meeting of Matrimony.com Limited:

The 19th Annual General Meeting (AGM) of the Members of Matrimony.com Limited ('the Company') was held on Thursday, August 6, 2020 at 10.00 A.M (IST) through video conferencing/other audio visual means. The following were present during the meeting.

Present

Members present through video conferencing/other audio visual means - 50

Directors

Mr. Murugavel J	Chairman and Managing Director attended through Video conferencing from the Registered office of the Company
Mrs. Deepa Murugavel	Non-Executive Woman Director and Chairman of Stakeholders Relationship Committee attended through Video conferencing from her residence at Chennai
Mr. Milind S. Sarwate	Independent Director and Chairman of Audit Committee & Nomination & Remuneration Committee attended through Video conferencing from his residence at Mumbai
Mr. George Zacharias	Independent Director & Chairman of Risk & Governance Committee through Video conferencing from his residence at Bengaluru
Mr. C.K Ranganathan	Independent Director through Video conferencing from his residence at Chennai
Mrs. Akila Krishnakumar	Independent Woman Director through Video conferencing from her residence at Bengaluru

Key Managerial Personnel

Mr. Sushanth S Pai	Chief Financial Officer attended through video conference from the Registered office of the Company
Mr. Vijayanand Sankar	Company Secretary attended through video conference from the Registered office of the Company

Other representatives attended through video conference

Mr. Aravind Krishnan – M/s S.R Batliboi Associates & LLP – Statutory Auditors
Mr. V Suresh – Secretarial Auditors/Scrutinizer
Mr. Saravana Bhavan – Internal Auditors

The meeting commenced at 10:00 AM (IST) and concluded at around 10:20 AM (IST).

Mr. Murugavel J occupied the Chair. He welcomed the shareholders for the meeting and requested them to observe one minute silent prayer for the well-being of all the people across

For Matrimony.Com Limited

the world and also for all people who are on the forefront helping us overcome the crisis. He then called the meeting to order after ascertaining the quorum.

He introduced the Directors and Key Managerial Personnel who had attended the meeting. The Chairman also informed presence of representatives of Statutory Auditors M/s S R Batliboi & Associates, LLP, Chartered Accountants and Secretarial Auditor Mr. V. Suresh.

With the permission of the members, notice of the meeting was taken as read.

The Chairman informed the shareholders that the Auditors' Report on the accounts for the year ended 31st March 2020, being an unqualified one (clean report), was not required to be read out at the Annual General Meeting as per the provisions of Section 145 of the Companies Act, 2013. With the permission of the members, Auditors report was taken as read.

He informed the members that a certificate had been obtained from the statutory auditors regarding compliance with SEBI (Share Based Employee Benefits) Regulations, 2014. He further informed that the certificate and the Registers are available for inspection through email sent to the Company

The Chairman then delivered his speech. After the speech, he requested the members to seek clarifications if any on the audited accounts and on all other subjects, as well as set out in the notice. He further informed the members that he is interested on the ITEM NO.4 of the notice of meeting and hence Mr. Milind S. Sarwate, Chairman of the Audit Committee and Nomination and Remuneration Committee will provide clarifications if any on the above items.

The Chairman then requested the members to seek clarifications if any only on the matters set out in the notice and to take a maximum of 3 minutes each to provide equal opportunity to participate in the discussion. He further requested the members to avoid raising the same question raised by other members and informed them that he will respond to the queries collectively at the end.

The following items of business, as per the Notice of AGM dated May 20, 2020, were transacted at the meeting.

1. Adoption of Standalone Financial Statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. Adoption of consolidated financial statements of the Company for the financial year ended March 31, 2020 and the report of the Auditors thereon
3. Declaration of Dividend.
4. Appointment of Mrs. Deepa Murugavel as a director liable to retire by rotation

The member who registered as speaker did not turn up. The moderator read out the questions sent by the member. Clarifications were provided by Chairman & Chief Financial Officer to the queries raised by the member.

The Chairman then informed the members that the Company has provided remote E-voting facility for the resolutions to be considered at the Annual General Meeting. For Members who are present through video conferencing/other audio visual means and have not availed the remote E-voting facility, insta poll option was provided. Such persons are requested exercise their voting on the resolutions, through the insta poll option.

He further informed that the poll will be open for 15 minutes for voting. Mr. V Suresh, the scrutiniser appointed for this purpose will consolidate the results of the remote e-voting and

For Matrimony.Com Limited

Company Secretary

the physical ballot and the results for each of the resolutions will be announced within 48 hours and be published in the Company's website.

With a vote of thanks, the Chairman declared the meeting as closed.

The details of the voting results (remote e-voting and Insta poll voting) on all the resolutions as set out in the Notice of AGM is available in Annexure

For Matrimony.Com Limited

Company Secretary

Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Adoption of Audited Standalone Financial Statements

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	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
Public- Institutions	E-Voting	10243055	5410805	52.8241	5410805	0	100.0000	0.0000
	Poll		20000	0.1953	20000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	10243055	5430805	53.0194	5430805	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1044444	1366	0.1308	1364	2	99.8536	0.1464
	Poll		10165	0.9732	10140	25	99.7541	0.2459
	Postal Ballot (if applicable)							
	Total	1044444	11531	1.1040	11504	27	99.7658	0.2342
Total		22770273	16921102	74.3122	16921075	27	99.9998	0.0002
						Whether resolution is Pass or Not.	Yes	

For Matrimony.Com Limited

Company Secretary

matrimony.com ltd.
(CIN: L63090TN2001PLC047432)
Corporate & Registered office: No:94, TVH Beliciaa Towers, 10th Floor, Tower II, MRC Nagar, Mandaveli, Chennai - 600 028. Tamilnadu, India. Phone: 044 [illegible]

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Adoption of Audited Consolidated Financial Statements

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	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
Public-Institutions	E-Voting	10243055	5410805	52.8241	5410805	0	100.0000	0.0000
	Poll		20000	0.1953	20000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	10243055	5430805	53.0194	5430805	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1044444	1366	0.1308	1364	2	99.8536	0.1464
	Poll		10165	0.9732	10165	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1044444	11531	1.1040	11529	2	99.9827	0.0173
Total		22770273	16921102	74.3122	16921100	2	100.0000	0.0000
						Whether resolution is Pass or Not.	Yes	

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Company Secretary

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(CIN: L63090TN2001PLC047432)

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Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Declaration of Dividend

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	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
Public-Institutions	E-Voting	10243055	5410805	52.8241	5410805	0	100.0000	0.0000
	Poll		20000	0.1953	20000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	10243055	5430805	53.0194	5430805	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1044444	1366	0.1308	1364	2	99.8536	0.1464
	Poll		10165	0.9732	10165	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1044444	11531	1.1040	11529	2	99.9827	0.0173
Total		22770273	16921102	74.3122	16921100	2	100.0000	0.0000
						Whether resolution is Pass or Not.	Yes	

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Company Secr

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Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Re-appointment of Director

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	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11482774	11478766	99.9651	11478766	0	100.0000	0.0000
Public-Institutions	E-Voting	10243055	5404889	52.7664	5404889	0	100.0000	0.0000
	Poll		20000	0.1953	20000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	10243055	5424889	52.9616	5424889	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1044444	1366	0.1308	1364	2	99.8536	0.1464
	Poll		10165	0.9732	10165	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1044444	11531	1.1040	11529	2	99.9827	0.0173
Total		22770273	16915186	74.2863	16915184	2	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	

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