

TRACK RECORD OF THE PUBLIC ISSUES MANAGED BY THE MERCHANT BANKER IN THE LAST 3 FINANCIAL YEARS

Name of the issue: Zomato Limited

1 Type of issue Initial Public Offer

2 Issue size (Rs crore) 9,375

Source: Prospectus dated July 19, 2021

3 Grade of issue alongwith name of the rating agency

Name Not Applicable
Grade Not Applicable

4 Subscription level (number of times). 22.6x

Note: Figure is before technical rejections but after removing multiple or duplicate Bids and Bids not banked / blocked

Source: Basis of allotment dated July 22, 2021

5 QIB holding (as a % of total outstanding capital) as disclosed to stock exchanges

Particulars	%age
(i) allotment in the issue ⁽¹⁾	12.76%
(ii) at the end of the 1st Quarter immediately after the listing of the issue (September 30, 2021) ⁽²⁾	15.00%
(iii) at the end of 1st FY (March 31, 2022)	13.49%
(iv) at the end of 2nd FY (March 31, 2023) ⁽²⁾	NA
(v) at the end of 3rd FY (March 31, 2024) ⁽²⁾	NA

(1) Source: BSE. Includes MFs, AIFs, FPI, Financial Institutions/Banks and Insurance Companies

(2) QIB Holding not disclosed as reporting for relevant period has not been completed

6 Financials of the issuer

Parameters (INR Crore)	1st FY (March 31, 2022)	2nd FY (March 31, 2023) ⁽¹⁾	3rd FY (March 31, 2024) ⁽¹⁾
Income from operations	4,192.40	Not Available	Not Available
Net Profit for the period	-1,222.50	Not Available	Not Available
Paid-up equity share capital	764.3	Not Available	Not Available
Reserves excluding revaluation reserves	15741.2	Not Available	Not Available

(1) Financials not available as reporting for the relevant years has not been completed

7 Trading status in the scrip of the issuer

The equity shares of Zomato Limited are listed on both the BSE Limited ("BSE") and the National Stock Exchange of India Limited("NSE") (and together with BSE the "Stock Exchanges")

The equity shares have not been suspended or delisted.

Particulars	BSE	NSE
(i) at the end of 1st FY (March 31, 2022)	Frequently traded	Frequently traded
(ii) at the end of 2nd FY (March 31, 2023) ⁽¹⁾	Not Available	Not Available
(iii) at the end of 3rd FY (March 31, 2024) ⁽¹⁾	Not Available	Not Available

(1) Trading status not disclosed as the relevant fiscal years have not been completed

8 Change, if any, in directors of issuer from the disclosures in the offer document

Particulars	Name of Director	Appointed / Resigned
(i) at the end of 1st FY (March 31, 2022)	Nil	-
(ii) at the end of 2nd FY (March 31, 2023)	Douglas Feagin	Resigned
(iii) at the end of 3rd FY (March 31, 2024) ⁽¹⁾	Not Available	Not Available

(1) Changes in Directors of Issuer not updated, as the relevant financial years have not been completed

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9 Status of implementation of project/ commencement of commercial production

(i) As disclosed in the offer document	Not Applicable
(ii) Actual implementation	Not Applicable
(iii) Reasons for delay in implementation, if any	Not Applicable

10 Status of utilization of issue proceeds

(i) As disclosed in the offer document		INR in million
Particulars	Total estimated Fund requirement	
Funding organic and inorganic growth initiatives	67,500	
General corporate purposes	19,780	
Net Proceeds	87,280	

(ii) Actual utilization		INR in million
Particulars	Total estimated Fund requirement	Actual Utilization of Net Proceeds
Funding organic and inorganic growth initiatives	67,500	67,500
General corporate purposes	19,780	15,289.7
Net Proceeds	87,280	82,789.7

Source: Monitoring agency report submitted to stock exchanges

(iii) Reasons for deviation, if any	Not Applicable
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11 Comments of monitoring agency, if applicable

(a) Comments on use of funds	No deviation
(b) Comments on deviation, if any, in the use of proceeds of the issue from the objects stated in the offer document	No deviation
(c) Any other reservations expressed by the monitoring agency about the end use of funds	Nil

12 Price- related data

Designated Stock Exchange	BSE
Issue price (Rs)	76
Listing Date	July 23, 2021

Price parameters	At close of listing day (July 23, 2021)	At close of 30th calendar day from listing day (Aug 23, 2021)	At close of 90th calendar day from listing day (Oct 20, 2021)	As at the end of 1st FY after the listing of the issue (March 31, 2022)		
				Closing price	High (during the FY)	Low (during the FY)
Market Price	125.9	127.0	137.9	82.3	160.3	76.0
Sensex ⁽³⁾	52,975.8	55,555.8	19,144.3	18,299.2	19,365.6	16,491.0

Note: As per BSE

Price parameters	As at the end of 2nd FY after the listing of the issue (March 31, 2023) ⁽²⁾			As at the end of 3rd FY after the listing of the issue (March 31, 2024) ⁽²⁾		
	Closing price	High (during the FY)	Low (during the FY)	Closing price	High (during the FY)	Low (during the FY)
Market Price	Not Available	Not Available	Not Available	Not Available	Not Available	Not Available
Sensex ⁽³⁾	Not Available	Not Available	Not Available	Not Available	Not Available	Not Available

Source: www.bseindia.com

(1) 30th calendar day has been taken as listing date plus 29 calendar days. Where the 30th day is a holiday the immediately following trading day has been considered

(2) The pricing data is not disclosed as the relevant fiscal years have not been completed

(3) Being index of BSE, the Designated Stock Exchange

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13 Basis for Issue Price and Comparison with Peer Group & Industry Average

Accounting ratio	Name of company	As disclosed in the offer document ⁽¹⁾	At the end of 1st FY (FY22)	At the end of 2nd FY (FY23) ⁽⁶⁾	At the end of 3rd FY (FY24) ⁽⁶⁾
EPS (Basic) ⁽³⁾	Issuer	(1.5)	(1.7)	Not Available	Not Available
	Peer Group ⁽²⁾				
	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Industry Avg	Not Applicable	Not Applicable	Not Applicable	Not Applicable
P/E	Issuer	NA	NA	Not Available	Not Available
	Peer Group ⁽²⁾				
	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Industry Avg	Not Applicable	Not Applicable	Not Applicable	Not Applicable
RoNW ⁽⁴⁾	Issuer	(10.0%)	-7.41%	Not Available	Not Available
	Peer Group ⁽²⁾				
	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Industry Avg	Not Applicable	Not Applicable	Not Applicable	Not Applicable
NAV per share ⁽⁵⁾	Issuer	15.1	20.97	Not Available	Not Available
	Peer Group ⁽²⁾				
	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Industry Avg	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Notes:

(1) Source: Prospectus dated July 19, 2021

(2) There are no listed companies in India whose business portfolio is comparable with that of Zomato and comparable to Zomato scale of operations

(3) Weighted average number of equity shares for calculating basic EPS for the Financial Year ended March 31, 2021 are post conversion of convertible securities on April 6, 2021, as per the SEBI ICDR Regulations

(4) Return on Net Worth (%) = Restated total comprehensive loss for the year attributable to owners of the Company divided by restated net worth at the end of the year

(5) Net Asset Value per Equity Share = Restated net worth at the end of the year divided by the Weighted average number of equity shares outstanding at the end of year.

(6) Data not available as reporting for the relevant years has not been completed

14 Any other material information

Announcement	Date
Company has incorporated a wholly owned subsidiary in the name of Zomato Payments Private Limited on August 4, 2021	4-Aug-21
Zomato Inc, Step down subsidiary of the Company has entered stock purchase agreement with Justin Doshi, Thusith Desilva and Robert Tyree for sale of shares held by Zomato Inc of Nextable Inc. ("NI") another step down subsidiary of the Company	11-Aug-21
Zomato has completed the acquisition of (i) 9.16% of shareholding on a fully diluted basis in Grofers India Private Limited for a consideration of NR 5,182,155,000/- (Indian Rupees Five Billion One Hundred Eighty Two Million One Hundred Fifty Five Thousand) and (ii) 8.94% of shareholding on fully diluted basis in Hands on Trades Private Limited for a consideration of INR 2,228,359,140/- (Indian Rupees Two Billion Two Hundred Twenty- Eight Million Three Hundred Fifty Nine Thousand One Hundred Forty), with the an aggregale consideration of INR 7,410,514, 140 (Indian Rupees Seven Billion Four Hundred Ten Million Five Hundred Fourteen Thousand One Hundred Forty)	18-Aug-21
Zomato USA LLC ("ZUL"), step down subsidiary of the Company has been dissolved and wound up.	19-Aug-21
Zomato Media Private Limited ("ZMPL"), step down subsidiary of the Company located in Singapore has initiated the process of strike off on August 31, 2021 Zomato UK Limited ("ZUL") another step down subsidiary of the Company located in United Kingdom has initiated the process of strike off and the Registrar of Companies, United Kingdom have issued first gazette notice on August 31, 2021	1-Sep-21
Zomato Limited has informed the Exchange about dissolution of Zomato UK Limited, step down subsidiary of the Company effective from November 16, 2021	17-Nov-21
Zomato Limited has informed the Exchange regarding initiation of striking off Zomato South Africa Proprietary (Pty) Ltd, step down subsidiary of the Company	23-Nov-21
Zomato Limited has informed the Exchange that acquisition in Samast Technologies Private Limited has been completed on November 23, 2021 share capital of Curefit Healthcare Private Limited and the proposed divestment by way of sale of 100% of the share capital of Jogo Technologies Private Limited by the Company	29-Nov-21

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Zomato Limited has informed the Exchange about dissolution of Zomato Media Private Limited, step down subsidiary of the Company located in Singapore	8-Dec-21
Zomato Limited has informed the exchange about dissolution of Zomato South Africa Proprietary (Pty) Ltd, step down subsidiary of the Company located in South Africa	13-Jan-22
Acquisition of stake in Adonmo Private Limited	27-Jan-22
Acquisition of stake in UrbanPiper Technology Private Limited	27-Jan-22
Zomato Limited has informed the exchange about incorporation of Zomato Financial Services Limited, wholly owned subsidiary of the Company	26-Feb-22
Zomato Limited has informed the Exchange about (a) acquisition of securities in Mukunda Foods Private Limited for an aggregate cash consideration of INR equivalent of US\$5 million and (b) grant of loan up to INR equivalent of US\$150 million to Grofers India Private Limited	15-Mar-22
Zomato Limited has informed the Exchange about dissolution of Zomato Canada Inc, step down subsidiary of the Company w.e.f. March 22, 2022	23-Mar-22
Zomato Limited has informed the exchange about completion of acquisition of securities in Mukunda Foods Private Limited. Zomato Limited has informed the Exchange about (a) acquisition of securities in Mukunda Foods Private Limited for an aggregate cash consideration of INR equivalent of US\$5 million and (b) grant of loan up to INR equivalent of	25-Mar-22
Order passed by CCI that is did not prima facie find concerns in relation to levy of commissions or alleged bundling of services, while it would want to investigate aspects such as preferential listing of restaurant partners and pricing parity across platforms	5-Apr-22
Issue and allotment of 628,530,012 equity shares of the Company towards acquisition of 33,018 equity shares of Blink Commerce Private Limited	24-Jun-22
Resignation of Deputy CFO Mr. Nitin Savara	31-Aug-22
Zomato Media WLL, joint venture of the Company is liquidated w.e.f. October 25, 2022	31-Oct-22
The Company will discontinue rendering of services to talabat in the UAE w.e.f. November 24, 2022 and the customers looking to order food through the Zomato app in UAE will be redirected to talabat	14-Nov-22
Mr. Rahul Ganjoo, Head of New Initiatives at the Company has tendered his resignation	14-Nov-22
Mr. Mohit Gupta, Co-founder at the Company, has tendered his resignation	18-Nov-22
Mr. Gunjan Patidar, Co-founder and Chief Technology Officer at the Company has tendered his resignation	2-Jan-23
Mr. Douglas Feagin (DIN: 07868696), Non-Executive-Non-Independent Director of the Company (Nominee Director), has resigned	9-Feb-23

Source: www.bseindia.com; www.nseindia.com