

**COMMON BID CUM APPLICATION FORM**

**MATRIMONY.COM LIMITED - INITIAL PUBLIC OFFER - NR**  
 Registered Office and Corporate Office: TVH Beliccia Towers, Tower II, 10th Floor, No. 94, MRC Nagar, Mandaveli, Chennai - 600028;  
 Telephone: +91 44 2463 1500; Facsimile: +91 44 2463 1777;  
 Contact Person: S Vijayanand, Company Secretary and Compliance Officer; Telephone: +91 44 2463 1613; Facsimile: +91 44 2463 1777;  
 E-mail: compliance@matrimony.com; Website: www.matrimony.com CIN: U63090TN2001PLC047432

**FOR NON-RESIDENTS INCLUDING FPIs (INCLUDING FIIs) ELIGIBLE NRIs AND FVCIs APPLYING ON A REPATRIATION BASIS**

matrimony.com



To,  
The Board of Directors  
MATRIMONY.COM LIMITED

**100% BOOK BUILT OFFER**  
**ISIN : INE866R01028**

**Bid cum Application Form No.**

<b>SYNDICATE MEMBER'S STAMP &amp; CODE</b>	<b>REGISTERED BROKER / SCSB / CDP / RTA STAMP</b>	<b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b>
		Mr. / Ms./M/s. _____ _____ Address _____ _____ Email _____ Tel. No (with STD code) / Mobile _____
<b>SUB-BROKER'S / SUB-AGENT'S STAMP &amp; CODE</b>	<b>SCSB BRANCH STAMP &amp; CODE</b>	<b>2. PAN OF SOLE / FIRST BIDDER</b>
		_____
<b>BANK BRANCH SERIAL NO.</b>	<b>SCSB SERIAL NO.</b>	

<b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b>	<input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID	

<b>4. BID OPTIONS (ONLY RESIDENT RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")</b>						<b>5. CATEGORY</b>		<b>6. INVESTOR STATUS</b>								
<b>Bid Options</b>	<b>No. of Equity Shares Bid (In Figures)</b> (Bids must be in multiples of Bid Lot as advertised)		<b>Price per Equity Share (₹) / "Cut-off"</b> (Price in multiples of ₹ 5/- only) (In Figures)				<input type="checkbox"/> QIB <input type="checkbox"/> Individual Bidder <input type="checkbox"/> Non-Institutional Bidders	<input checked="" type="checkbox"/> NRI Non-Resident Indian(s) (Repatriation basis) <input type="checkbox"/> FVCI Foreign Venture Capital Investor <input type="checkbox"/> FPI Foreign Portfolio Investor <input type="checkbox"/> OTH Others (Please Specify)								
			Bid Price	Retail Discount	Net Price	"Cut-off" (Please tick)										
Option 1	8	7	6	5	4	3	2	1	3	2	1	3	2	1	<input type="checkbox"/>	
(OR) Option 2															<input type="checkbox"/>	
(OR) Option 3															<input type="checkbox"/>	

<b>7. PAYMENT DETAILS</b>		<b>PAYMENT OPTION : FULL PAYMENT <input type="checkbox"/> PART PAYMENT <input type="checkbox"/></b>
Amount blocked (₹ in figures)	_____	(₹ in words) _____
<b>ASBA</b> Bank A/c No. _____ Bank Name & Branch _____		
I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM GIVEN OVERLEAF.		

<b>8A. SIGNATURE OF SOLE / FIRST BIDDER</b>	<b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S)</b> (AS PER BANK RECORDS)	<b>MEMBER OF SYNDICATE / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b>
Date : _____ 2017	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.	
	1) _____	
	2) _____	
	3) _____	

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matrimony.com		<b>MATRIMONY.COM LIMITED</b>	<b>Acknowledgement Slip for member of Syndicate / Registered Broker/SCSB/ CDP/RTA</b>	<b>Bid cum Application Form No.</b>	_____
<b>INITIAL PUBLIC OFFER - NR</b>				<b>PAN of Sole / First Bidder</b>	_____
DPID / CLID	_____	_____	_____	_____	_____

Amount Blocked Less discount (if any) (₹ in figures)	ASBA Bank A/c No.	Stamp & Signature of SCSB Branch
Bank & Branch		
Received from Mr./Ms./M/s. _____		
Telephone / Mobile _____	Email _____	

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<b>MATRIMONY.COM LIMITED - INITIAL PUBLIC OFFER - NR</b>	Option 1	Option 2	Option 3	Stamp & Signature of member of Syndicate / Registered Broker / SCSB / CDP / RTA	<b>Name of Sole / First Bidder</b> _____ _____ <b>Acknowledgement Slip for Bidder</b> _____ <b>Bid cum Application Form No.</b> _____
	No. of Equity Shares				
	Bid Price				
	Amount Blocked (₹)				
	ASBA Bank A/c No.				
Bank & Branch					

MATRIMONY.COM LIMITED

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## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

### BIDDER'S UNDERTAKING FOR BID CUM APPLICATION FORM

*(IN CASE OF A JOINT APPLICATION, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT BIDDERS. THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)*

On the basis of the red herring prospectus dated August 29, 2017, filed with the Registrar of Companies, Tamil Nadu (The "RoC"), and such red herring prospectus, the "RHP"), the General Information Document (the "GID") and having studied the attached details as per the Abridged Prospectus, I/we hereby apply for Allotment to me/us of the Equity Shares in the Offer upto my/our Bids for maximum number of Equity Shares at or above the Offer Price net of discount if any, to be discovered through the Book Building Process. I/We hereby confirm that I am/we are eligible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on Bidding has been blocked with SCSB. I/we agree to accept the Equity Shares Bid for, or such lesser number as may be allotted to me/us subject to the terms of the RHP, Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I/We undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my/our address as given in the depository records and to place my/our name on the register of members of the Company. I/We note that in case of QIB Bidders, only the (i) SCSBs (for Bids other than the Bids by Anchor Investors); and (ii) the BRLMs (only in the specified locations) have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Resident Retail Individual Bidders based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP. I/We authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for filing of the Prospectus with the RoC without intimation to me/us and use this Bid cum Application Form as the Application Form for the purpose of the Offer.

**I/WE CONFIRM THAT:** I/We and any person we represent or the accounts on whose behalf we are purchasing the Equity Shares confirm that (A) if outside of India, I/we have received a copy of the preliminary offering memorandum of the Company dated August 29, 2017 (the "Preliminary Offering Memorandum") and that my/our investment decision is based solely on the Preliminary Offering Memorandum, (B) the Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws, and (C) I am/we are not an affiliate of the Company or a person acting on behalf of such affiliate. I am/We are and any person we represent or the accounts on whose behalf we are purchasing the Equity Shares (A) are either (a) in the United States and a "qualified institutional buyer" (as defined in Rule 144A under the Securities Act) and have read and agree to the representations, warranties and agreements contained in the section "Transfer Restrictions" of the Preliminary Offering Memorandum; or (b) outside the United States and have read and agree to the representations, warranties and agreements contained in the sections "Transfer Restrictions" and "Distribution and Solicitation Restrictions" of the Preliminary Offering Memorandum and, if in India, the RHP, (B) understand that the Equity Shares are being offered in a transaction not involving any public offering in the United States, and (C) understand that the Equity Shares have not been and will not be registered under the Securities Act or under the securities laws of any state of the United States or any other jurisdiction and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws.

**FOR QIB BIDDERS:** We confirm that the Bid size/maximum Equity Shares applied for by us do not exceed the relevant regulatory approvals/limits. I am/ We are not prohibited from accessing capital markets under any order/ruling/ judgement of any regulatory, judicial or any other authority, including the Securities Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

**Further:** 1) In accordance with ASBA process provided in the SEBI Regulations and as disclosed in the RHP, I/we authorise (a) the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centers) or the SCSBs or the RTAs or the CDPs, as the case may be, to do all acts as are necessary to make the application in the Offer, including uploading my/our Bid, blocking or unblocking of funds in the bank account maintained with the SCSB as specified in the Bid cum Application Form, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer to issue instruction to the SCSBs to unblock the funds in the specified bank account upon finalisation of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSB shall reject the application. 3) I/We hereby authorise the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Registered Broker Centres) or the SCSBs or CDPs or the RTAs, as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band.

### INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole/ first Bidder should be exactly the same as it appears in the Depository records. In case of joint Bids, only the name of the first Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form.
- The first Bidder, should mention his/ her PAN allotted under the Income Tax Act, DP ID and client ID. Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by persons who are exempt from the requirement of obtaining/ specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, the Bidders, or in the case of Bid in joint names, the first Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act. Any Bid cum Application Form without the PAN is liable to be rejected.
- The Bid means an 'Indication to make an Offer' and not 'An Offer'.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar will obtain Demographic Details registered with Depository Participants to be used, among other things, for Allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in allotment of Equity Shares, delays in unblocking of ASBA Account at the Bidders sole risk and neither the Syndicate or the Registered Brokers or the Registrar to the Offer or RTAs/CDPs or the SCSBs nor the Company shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The Price Band will be decided by our Company and the Selling Shareholders in consultation with the BRLMs and the minimum Bid Lot for the Offer will be decided by our Company and the Selling Shareholders in consultation with the BRLMs and advertised in all editions of Financial Express all editions of Jansatta and Chennai edition of Makkal Kural (Tamil being the regional language of Tamil Nadu, the place where the Registered Office of our Company is situated) at least five Working Days prior to the Bid Opening Date. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release and also by indicating the changes on the websites of the BRLMs and at the terminals of the Syndicate.  
**Maximum and Minimum Bid Size:** In case of resident Retail Individual Bidders, such number of Equity Shares such that the Bid Amount does not exceed ₹ 200,000. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares such that Bid Amount exceeds ₹ 200,000. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws.
- Please tick Category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your depository records.
- Total Bid Amount payable must be calculated for the highest of three options, at Net price, i.e. Bid Price, less discount offered at the time of the submission of the Bid cum Application Form. **Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.** All NRI Bidders Bidding on a repatriation basis by using the Non-Resident Forms are required to authorize their SCSB to block their NRE/FCNR ASBA Accounts at the time of submission of the Bid cum Application Form. The NRI Applicants can obtain the Bid cum Application Form from the Company's Registered Office or from any of the members of the Syndicate from their offices. Bidders please ensure that your bank has notified an SCSB branch in the city where the Bid cum Application Form is being submitted.
- Only the first Bidder is required to sign the Bid cum Application Form/Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the first Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Signature of ASBA account holder is mandatory. Necessary revisions in the Bidders undertaking and institution will be required depending upon the jurisdiction in which the sale of shares is proposed.
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms. c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid cum Application Form is liable to be rejected.
- The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act, 1933 ("U.S. Securities Act") or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold (i) outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur; and (ii) to "qualified institutional buyers" (as defined in Rule 144A ("Rule 144A") under the Securities Act), pursuant to the private placement exemption set out in Section 4(a) of the U.S. Securities Act. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.
- You will be sent either the RHP or the Prospectus if you are in India and the Preliminary Offering Memorandum and the Final Offering Memorandum (if you are outside India and outside the United States or are a U.S. QIB) in each case either in physical form or electronic form or both. You may not distribute or forward these documents and these documents are subject to the disclaimers and restrictions contained in or accompanying them. This Common Bid cum Application Form is being issued to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgements set out in (1) "Other Regulatory and Statutory Disclosures" and "Offer Procedure" sections of the RHP or (2) with respect to investors outside of India, the Preliminary Offering Memorandum, in each case are true and correct and (ii) agree to abide by (1) this Common Bid cum Application Form and (2) the RHP or with respect to investors outside of India, the Preliminary Offering Memorandum; in each case together with the terms and conditions contained therein.

**Note :** Terms used but not defined herein shall have the meaning assigned to such terms in the RHP. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is available on the websites of the BRLMs and Stock Exchanges.

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	COMPANY CONTACT DETAILS	REGISTRAR CONTACT DETAILS
<ul style="list-style-type: none"><li>In case of queries related to Allotment/ credit of Allotted Equity Shares, the Bidders should contact Registrar to the Offer</li><li>In case of Bids submitted to the SCSBs, the Bidders should contact the relevant SCSB</li><li>In case of queries related to upload of Bids submitted to the members of the Syndicate/RTAs/Registered Brokers/ CDPs, as applicable the Bidders should contact the relevant members of the Syndicate or RTA or Registered Broker or the CDP.</li></ul>	<b>MATRIMONY.COM LIMITED</b> <b>Registered Office and Corporate Office:</b> TVH Belicia Towers, Tower II, 10th Floor, No. 94, MRC Nagar, Mandaveli, Chennai - 600028; <b>Telephone:</b> +91 44 2463 1500; <b>Facsimile:</b> +91 44 2463 1777; <b>Contact Person:</b> S.Vijayanand, Company Secretary and Compliance Officer; <b>Telephone:</b> +91 44 2463 1613; <b>Facsimile:</b> +91 44 2463 1777; <b>E-mail:</b> compliance@matrimony.com; <b>Website:</b> www.matrimony.com <b>CIN:</b> U63090TN2001PLC047432	<b>Karvy Computershare Private Limited</b> Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 <b>Telephone:</b> +91 40 6716 2222; <b>Facsimile:</b> +91 40 2343 1551; <b>Toll free no:</b> 1800 3454 001 <b>Email ID:</b> enwdris@karvy.com; <b>Website:</b> www.karisma.karvy.com Investor Grievance ID: matrimony.ipo@karvy.com Contact Person : M. Murali Krishna SEBI Registration No.: INR000000221

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

## BIDDER'S UNDERTAKING FOR REVISION FORM

I/We (on behalf of joint bidders, if any) confirm that the Acknowledgement Slip for my/our Bids are enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in the Bid cum Application Form submitted earlier by me/us.

I/We (on behalf of joint bidders, if any) authorise you to reject this Bid Revision Form, in case any of the details of my existing Bids as appearing on the electronic book building system do not tally with the details given in this Revision Form.

## INSTRUCTIONS FOR FILLING UP THE BID REVISION FORM

- Name of sole/ first Bidder should be exactly the same as it appears in the depository records.
- Please ensure that the Bid Options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
- In case there is no change in the particular Bid Option, please write "NO CHANGE". In case you want to cancel the Bid Option, please write "CANCELLED".
- Total Bid Amount payable must be calculated for the highest of three options, at Net price, i.e., Bid Price, less discount, if any to Bidder's Category. Total Bid Amount to be paid must be calculated net of total amount paid at the time of submission of Bid cum Application Form. Bidders, please ensure that your Bank has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.  
**Revision of Bids in case of Revision of Price Band:** In case of an upward revision in the Price Band, Retail Individual Bidders who had Bid at Cut off Price could either (i) revise their Bid or (ii) shall make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹ 200,000 if the Bidder wants to continue to Bid at Cut off Price), with the members of the Syndicate/Registered Brokers/RTAs/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹ 200,000/-, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revised Bid at Cut off Price. In case of a downward revision in the Price Band, announced as above, Retail Individual Bidders, who have bid at Cut off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.
- Only the first Bidder is required to sign the Bid cum Application Form/Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. If the first Bidder is not the account holder, ensure that the Bid cum Application Form/Revision form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory.
- Other Instructions:** a. revision to Bids must be made only in the prescribed Revision Form, as applicable b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Members of Syndicate / SCSBs/Registered Brokers/RTAs/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgement Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid.

## OFFER STRUCTURE

	QIBs	Non-Institutional Bidders	Retail Individual Bidders	Eligible Employees
Number of Equity Shares available for Allotment/ Allocation <sup>1</sup>	At least [●] Equity Shares.	Not more than [●] Equity Shares or Net Offer less allocation to QIB Bidders and Retail Individual Bidders shall be available for allocation.	Not more than [●] Equity Shares or Net Offer less allocation to QIB Bidders and Non-Institutional Bidders shall be available for allocation.	Up to [●] Equity Shares aggregating up to ₹ 5 million.
Percentage of Offer available for Allotment/ Allocation	At least 75% of the Net Offer shall be Allotted to QIB Bidders. However, 5% of the Net QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the 5% reservation in the Net QIB Portion will also be eligible for allocation in the remaining QIB Portion. The unsubscribed portion in the Mutual Fund reservation will be available to QIBs.	Not more than 15% of the Net Offer or the Net Offer less allocation to QIB Bidders and Retail Individual Bidders shall be available for allocation.	Not more than 10% of the Net Offer or the Net Offer less allocation to QIB Bidders and Non-Institutional Bidders shall be available for allocation.	[●] Equity Shares, constituting approximately [●]% of the Offer
Basis of Allotment if respective category is oversubscribed	Proportionate as follows (excluding the Anchor Investor Portion): (a) up to [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds; and (b) [●] Equity Shares shall be Allotted on a proportionate basis to all QIBs (other than Anchor Investors) including Mutual Funds receiving allocation as per (a) above. Our Company and the Selling Shareholders in consultation with the BRLMs may allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Allocation Price on a discretionary basis, out of which at least one-third will be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price.	Proportionate.	In the event, the Bids received from Retail Individual Bidders exceeds [●] Equity Shares, then the maximum number of Retail Individual Bidders who can be allocated/Allotted the minimum Bid Lot will be computed by dividing the total number of Equity Shares available for allocation/Allotment to Retail Individual Bidders by the minimum Bid Lot ("Maximum RII Allottees"). The allocation/Allotment to Retail Individual Bidders will then be made in the following manner: • In the event the number of Retail Individual Bidders who have submitted valid Bids in the Offer is equal to or less than Maximum RII Allottees, (i) Retail Individual Bidders shall be Allotted the minimum Bid lot; and (ii) the balance Equity Shares, if any, remaining in the Retail Portion shall be Allotted on a proportionate basis to the Retail Individual Bidders who have received Allotment as per (i) above for less than the Equity Shares Bid by them (i.e. who have Bid for more than the minimum Bid lot). In the event the number of Retail Individual Bidders who have submitted valid Bids in the Offer is more than Maximum RII Allottees, the Retail Individual Bidders (in that category) who will then be allocated/ Allotted minimum Bid Lot shall be determined on draw of lots basis. For further details, see "Offer Procedure" on page 407.	Proportionate unless the Employee Reservation Portion is undersubscribed, the value of allocation to an eligible Employee shall not exceed ₹ 200,000. In the event of undersubscription in the Employee Reservation Portion, the unsubscribed portion may be allocated, on a proportionate basis, to Eligible Employees for value exceeding ₹ 200,000 up to ₹ 500,000 each
Mode of Bidding	Through ASBA process only (except for Anchor Investors)	Through ASBA process only	Through ASBA process only	Through ASBA only
Minimum Bid	Such number of Equity Shares so that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter	Such number of Equity Shares so that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter	[●] Equity Shares and in multiples of [●] Equity Shares thereafter	[●] Equity Shares and in multiples of [●] Equity Shares thereafter
Maximum Bid	Such number of Equity Shares not exceeding the size of the Offer, subject to applicable limits.	Such number of Equity Shares not exceeding the size of the Offer, subject to applicable limits.	Such number of Equity Shares whereby the Bid Amount does not exceed ₹ 200,000.	Such number of Equity Shares (in multiples of [●] Equity Shares) for which the Bid Amount does not exceed ₹ 500,000. <sup>2</sup>
Mode of Allotment	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.
Allotment Lot	A minimum of [●] Equity Shares and thereafter in multiples of one Equity Share.	A minimum of [●] Equity Shares and thereafter in multiples of one Equity Share subject to availability in the Non-Institutional Portion	A minimum of [●] Equity Shares and thereafter in multiples of one Equity Share subject to availability in the Retail Portion	A minimum of [●] Equity Shares and in multiples of one Equity Share thereafter, subject to availability in the Employee Reservation Portion
Trading Lot	One Equity Share.	One Equity Share.	One Equity Share.	One Equity Share.
Who can Apply <sup>3</sup>	Mutual Funds, Venture Capital Funds, AIFs, FVCIs, FPIs (other than Category III FPIs), public financial institution as defined in section 2(72) of the Companies Act, 2013, NBFC-SIs, a scheduled commercial bank, multilateral and bilateral development financial institution, state industrial development corporation, insurance company registered with the Insurance Regulatory and Development Authority of India, provident fund with minimum corpus of ₹ 250 million, pension fund with minimum corpus of ₹ 250 million, National Investment Fund set up by the Government of India, insurance funds set up and managed by army, navy or air force of the Union of India and insurance funds set up and managed by the Department of Posts, India.	Eligible NRIs, Resident Indian individuals, HUFs (in the name of the Karta), companies, corporate bodies, scientific institutions, societies and trusts, which are foreign corporates or foreign individuals and Category III FPIs.	Resident Indian individuals, HUFs in the name of the Karta and Eligible NRIs.	Eligible Employees.
Terms of Payment	The entire Bid Amount shall be payable at the time of submission of Anchor Investor Application Form by Anchor Investors. <sup>4</sup> In case of ASBA Bidders, the SCSB shall be authorised to block the Bid Amount in the ASBA Account of the ASBA Bidder mentioned in the Bid cum Application Form.			

<sup>1</sup> Subject to valid Bids being received at or above the Offer Price. The Offer is being made through the Book Building Process wherein at least 75% of the Net Offer shall be Allotted to QIB Bidders on a proportionate basis. Provided that, our Company and the Selling Shareholders in consultation with the BRLMs may, allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Allocation Price, on a discretionary basis, out of which at least one-third will be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Such number of Equity Shares representing 5% of the Net QIB Portion (other than the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder shall be available for allocation on a proportionate basis to QIBs (other than Anchor Investors) including Mutual Funds, subject to valid Bids being received from them at or above the Offer Price. Mutual Funds participating in the 5% reservation in the Net QIB Portion will also be eligible for allocation in the remaining QIB Portion. The unsubscribed portion in the Mutual Fund reservation will be available to QIBs. Further, not more than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not more than 10% of the Net Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI Regulations, subject to valid Bids being received at or above the Offer Price, such that, subject to availability of Equity Shares, each Retail Individual Bidder shall be Allotted not less than the minimum Bid Lot, and the remaining Equity Shares, if available, shall be allotted to all Retail Individual Bidders on a proportionate basis.

<sup>2</sup> Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in the Non-Institutional Portion and Retail Portion would be allowed to be met with spill-over from other categories or a combination of categories at the discretion of our Company in consultation with the BRLMs and the Designated Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories. Balance Equity Shares arising out of under-subscription, if any, in the Employee Reservation Portion will be added to the Net Offer. In case of under-subscription in the Net Offer, spill-over to the extent of under-subscription shall be permitted to be met with spill over from the Employee Reservation Portion, subject to compliance with Rule 19(2)(b)(ii) of the SCRR.

<sup>3</sup> In case a Bid cum Application Form is submitted in joint names, the investors should ensure that the depository account is also held in the same joint names and the names are in the same sequence in which they appear in the Bid cum Application Form. The Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such First Bidder would be required in the Bid cum Application Form and such First Bidder would be deemed to have signed on behalf of the joint holders.

<sup>4</sup> The QIB Portion includes Anchor Investor Portion, as per the SEBI Regulations. Anchor Investors shall pay the entire Bid Amount at the time of submission of the Anchor Investor Bid. Provided that any difference between the Anchor Investor Allocation Price and Anchor Investor Offer Price, shall be payable by the Anchor Investor Pay-in Date.

<sup>5</sup> Eligible Employees Bidding in the Employee Reservation portion can Bid up to a Bid Amount of ₹ 500,000. However, a Bid by an Eligible Employee in the Employee Reservation Portion will be considered for allocation, in the first instance, for a Bid Amount of up to ₹ 200,000. In the event of under-subscription in the Employee Reservation Portion (post the initial Allocation of up to ₹ 200,000 per Eligible Employee), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹ 200,000, subject to the maximum value of Allotment made to an Eligible Employee not exceeding ₹ 500,000 (which shall be less the Employee Discount, if applicable). The unsubscribed portion, if any, in the Employee Reservation Portion (after allocation to Eligible Employees with Bid Amounts over ₹ 200,000 upto a maximum of ₹ 500,000), shall be added to the Net Offer. Subject to valid Bids being received at or above the Offer Price, under-subscription (if any) in the Non-Institutional Portion or the Retail Portion would be allowed to be met with spill-over from other categories or a combination of categories at the discretion of our Company, in consultation with the BRLMs and the Designated Stock Exchange, on a proportionate basis. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories.

**COMMON BID  
REVISION FORM**

**MATRIMONY.COM LIMITED - INITIAL PUBLIC OFFER - NR**  
 Registered Office and Corporate Office: TVH Belicia Towers, Tower II, 10th Floor, No. 94, MRC Nagar, Mandaveli, Chennai - 600028 ;  
 Telephone: +91 44 2463 1500; Facsimile: +91 44 2463 1777;  
 Contact Person: S. Vijayanand, Company Secretary and Compliance Officer; Telephone: +91 44 2463 1613; Facsimile: +91 44 2463 1777;  
 E-mail: compliance@matrimony.com; Website: www.matrimony.com CIN: U63090TN2001PLC047432

**FOR NON-RESIDENTS INCLUDING FPIs  
(INCLUDING FIIs) ELIGIBLE NRIs AND FVCIs  
APPLYING ON A REPATRIATION BASIS**

matrimony.com



To,  
The Board of Directors  
MATRIMONY.COM LIMITED

**100 % BOOK BUILT OFFER**  
**ISIN : INE866R01028**

**Bid cum  
Application  
Form No.**

<b>SYNDICATE MEMBER'S STAMP &amp; CODE</b>	<b>REGISTERED BROKER / SCSB / CDP / RTA STAMP &amp; CODE</b>	<b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b>
		Mr. / Ms./M/s. _____ Address _____ Email _____ Tel. No (with STD code) / Mobile _____
<b>SUB-BROKER'S / SUB-AGENT'S STAMP &amp; CODE</b>	<b>SCSB BRANCH STAMP &amp; CODE</b>	<b>2. PAN OF SOLE / FIRST BIDDER</b>
		_____
<b>BANK BRANCH SERIAL NO.</b>	<b>SCSB SERIAL NO.</b>	<b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
		_____
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID		

**PLEASE CHANGE MY BID**

4. FROM (AS PER LAST BID OR REVISION)												
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share ₹5/ "Cut-off" (Price in multiples of ₹ 5/- only)			
	(In Figures)								(In Figures only)			
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price	"Cut-off" (Please ✓/tick)
Option 1												<input type="checkbox"/>
(OR) Option 2												<input type="checkbox"/>
(OR) Option 3												<input type="checkbox"/>
5. TO (REVISED BID) (ONLY RESIDENT RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")												
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share ₹5/ "Cut-off" (Price in multiples of ₹ 5/- only)			
	(In Figures)								(In Figures only)			
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price	"Cut-off" (Please ✓/tick)
Option 1												<input type="checkbox"/>
(OR) Option 2												<input type="checkbox"/>
(OR) Option 3												<input type="checkbox"/>

<b>6. PAYMENT DETAILS</b>												<b>PAYMENT OPTION : FULL PAYMENT <input type="checkbox"/> PART PAYMENT <input type="checkbox"/></b>			
Additional Amount Blocked (₹ in figures) _____												(₹ in words) _____			
<b>ASBA</b>															
Bank A/c No. _____															
Bank Name & Branch _____															

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID REVISION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID REVISION FORM GIVEN OVERLEAF.

<b>7A. SIGNATURE OF SOLE/ FIRST BIDDER</b>	<b>7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b>	<b>MEMBER OF SYNDICATE / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b>
	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.	
	1) _____ 2) _____ 3) _____	
Date : _____ 2017		

TEAR HERE

matrimony.com		<b>MATRIMONY.COM LIMITED</b>	<b>Acknowledgement Slip for member of Syndicate/ Registered Broker/ SCSB/CDP/RTA</b>	<b>Bid cum Application Form No.</b>
<b>BID REVISION FORM - INITIAL PUBLIC OFFER - NR</b>				

<b>DPID / CLID</b>		<b>PAN of Sole / First Bidder</b>	
Additional Amount Blocked (₹)		ASBA Bank A/c No.	Stamp & Signature of SCSB Branch
Bank & Branch			
Received from Mr./Ms./M/s. _____			
Telephone / Mobile		Email	

TEAR HERE

<b>MATRIMONY.COM LIMITED - BID REVISION FORM - INITIAL PUBLIC OFFER - NR</b>	Option 1	Option 2	Option 3	Stamp & Signature of member of Syndicate / Registered Broker / SCSB / CDP / RTA	Name of Sole / First Bidder
No. of Equity Shares					
Bid Price					
Additional Amount Blocked (₹)					
ASBA Bank A/c No.					
Bank & Branch					
<b>Acknowledgement Slip for Bidder</b>					
<b>Bid cum Application Form No.</b>					