

◉ INFO EDGE ◉
INFO EDGE (INDIA) LTD.

July 25, 2018

Department of Corporate Services, Bombay Stock Exchange Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 532777	Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex Bandra (East) Mumbai – 400 051 Scrip Code: NAUKRI
--	---

Sub.: Proceedings of 23rd Annual General Meeting of Info Edge (India) Ltd.

Dear Sir/ Madam,

In accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), we write to inform you that the 23rd Annual General Meeting (AGM) of the Company was held on 24th July, 2018 at 04:30 p.m. at Sri Sathya Sai International Centre, Bhisham Pitamah Marg, Lodhi Road, New Delhi-110003.

The Summary of the Proceedings of the Meeting is as given below:

1. Chairman and other Directors took the Chair.
2. Company Secretary welcomed the Shareholders and requested the Chairman, Mr. Kapil Kapoor, to Chair the Meeting.
3. The requisite quorum being present, the Chairman called the meeting to order.
4. Chairman introduced the Directors and officials present on the dais and confirmed the Presence of Mr. Sanjeev Bikhchandani- Founder & Executive Vice Chairman, Mr. Hitesh Oberoi- Managing Director & CEO, Mr. Chintan Thakkar- Whole-time Director & CFO, Mr. Arun Duggal-Chairman Audit Committee, Mr. Saurabh Srivastava-Chairman-Nomination & Remuneration Committee, Mr. Naresh Gupta, Mr. Sharad Malik, Ms. Bala Deshpande - Independent Directors, Mr. Murlee Manohar Jain, Company Secretary and Representatives of Statutory Auditors and Secretarial Auditors.
5. The Chairman informed that requisite registers were open for inspection by the Members, till the conclusion of the meeting.
6. The Chairman delivered his Speech.
7. The Notice of the AGM and the Directors' Report were taken as read by the shareholders of the Company.
8. The Company Secretary read the Statutory Auditor's Report and the Secretarial Auditor's Report. The Chairman informed the members that the Company had provided the members the facility to cast their votes electronically (persons who were Members of the Company on July 17, 2018, being cut off date) on the resolutions set forth in the Notice of AGM during the period from Friday, July 20, 2018 (9:00 am) to Monday, July 23, 2018 (5:00 pm) as per provisions of the Companies Act, 2013 read with the Rules framed thereunder. Members who did not have access to e-voting facility were also given the facility to cast their vote by sending duly completed Ballot Form to the Scrutinizer appointed by the Board of Directors of the Company at the Registered Office of the Company not later than Monday, July 23, 2018 (05.00 pm).



◉ INFO EDGE ◉
INFO EDGE (INDIA) LTD.

9. Members who were present at the meeting and had not cast their votes electronically or by Ballot form were provided an opportunity to cast their votes at the end of the meeting. He also informed that there would be no voting by show of hands.
10. Mr. Rupesh Agarwal (Membership No. A16302) practicing company secretary failing him Mr. Lakhan Gupta (Membership No. A36583) practicing company secretary, partners of M/s Chandrasekaran Associates, were appointed as the Scrutinizer for independently carrying out the poll and e-voting for the AGM.
11. The Chairman then took up each item set out in the Notice individually (as given below), and declared the house to be open for any questions or any observations after each item:

Ordinary Business(es):

- i. Adoption of:
 - a. Audited Standalone Financial Statements of the Company, Report of the Board of Directors and Auditors for the financial year ended March 31, 2018; and
 - b. Audited Consolidated Financial Statements of the Company for the year ended March 31, 2018 and the Report of the Auditors' thereon.
- ii. Declaration of final dividend of Rs. 1.50/- per equity share of Rs. 10/- each fully paid up, and confirmation of two interim dividends of Rs 2.50/- per equity share and Rs. 1.50/- per equity share of Rs. 10/- each fully paid up, already paid, for the year ended March 31, 2018.
- iii. Appointment of a director in place of Mr. Hitesh Oberoi, who retires by rotation and being eligible, seeks re-appointment.
- iv. Ratification of appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants as the Statutory Auditors of the Company.
- v. Appointment of the Branch Auditors of the Company.

Special Business:

- vi. Appointment of Mr. Ashish Gupta as an Independent Director for a term of upto 5 years.
12. Clarifications were provided to the queries raised by the members.
13. The Members were informed that the Results would be declared on July 26, 2018 at 03:00 PM after considering the Remote e-voting, Voting by Ballot and Voting by Poll in the AGM and the results would be submitted to the Stock Exchanges (NSE & BSE) and shall be updated on the website of the Company.
14. The Chairman ordered the poll requesting all Members to cast their votes using polling papers handed over to them.
15. The Chairman thanked the shareholders for attending the Meeting.
16. The Company Secretary proposed a vote of thanks to the Chair and the Meeting ended.

This is for your information and records.

Thanking You,

Yours Sincerely,
For Info Edge (India) Ltd.


MM Jain
Company Secretary