INFO EDGE

INFO EDGE (INDIA) LTD.

August 14, 2019

1. **The Manager- Listing**
   National Stock Exchange of India Limited
   (Scrip Code: NAUKRI)

2. **The Manager- Listing**
   BSE Limited
   (Scrip Code: 532777)

Sub.: Proceedings of 24th 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 24th Annual General Meeting (AGM) of the Company was held on August 13, 2019 at 04:30 p.m. at Sri Sathya Sai International Centre, Bhisham Pitamah Marg, Lodhi Road, New Delhi-110003.

In terms of LODR, the Company also provided one-way live webcast of the proceedings of the AGM on the NSDL website to the shareholders of the Company.

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. Geeta Mathur and Mr. Ashish Gupta - Independent Directors, Mr. Murlee Manohar Jain, Company Secretary and Representatives of Statutory Auditors and Secretarial Auditors.
5. Ms. Bala Despande - Independent Director, being pre-occupied with some exigent commitments could not attend the AGM.
6. The Chairman informed that requisite registers were open for inspection by the Members, till the conclusion of the meeting.
7. The Chairman delivered his Speech.
8. The Notice of the AGM and the Directors' Report were taken as read by the shareholders of the Company.
9. 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 August 6, 2019, being cut off date) on the resolutions set forth in the Notice of AGM during the period from Friday, August 9, 2019 (9:00 am) to Monday, August 12, 2019 (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, August 12, 2019 (5:00 pm).
10. 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 through e-voting facility at the venue. He also informed that there would be no voting by show of hands.

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11. Mr. Rupesh Agarwal (Membership No. A16302), Managing Partner, M/s Chandrasekaran Associates, Practicing Company Secretaries failing him Mr. Shashikant Tiwari (Membership No. A28994), Partner, M/s Chandrasekaran Associates, Practicing Company Secretaries were appointed as the Scrutinizer for independently carrying out the poll/ballot and e-voting for the AGM.
12. 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:

Resolutions	Type of Resolution
Ordinary Business(es):	
i. Adoption of: a. Audited Standalone Financial Statements of the Company, Report of the Board of Directors and Auditors for the year ended March 31, 2019; and b. Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019 and the Report of the Auditors' thereon.	Ordinary
ii. Declaration of final dividend of Rs. 2.00/- 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, 2019.	Ordinary
iii. Appointment of a director in place of Mr. Kapil Kapoor (DIN: 00178966), who retires by rotation and being eligible, seeks re-appointment.	Ordinary
iv. Appointment of the Branch Auditors of the Company.	Ordinary
Special Business(es):	
v. Re-Appointment of Mr. Chintan Thakkar (DIN:00678173), as a Whole-time Director to be designated as a Whole-time Director & CFO of the Company.	Ordinary
vi. Re-Appointment of Mr. Sharad Malik (DIN: 07045964), as an Independent Director of the Company.	Special
vii. Appointment of Ms. Geeta Mathur (DIN: 02139552), as an Independent Director of the Company.	Ordinary

13. Clarifications were provided to the queries raised by the members.
14. The Members were informed that the Results would be declared on or before August 15, 2019 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.
15. The Chairman ordered the poll requesting all Members to cast their votes using e-voting facility at the venue provided by NSDL.
16. The Chairman thanked the shareholders for attending the Meeting.
17. 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