

Date: August 29, 2024

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

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

Subject: Declaration of Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR')

Dear Sir/Madam,

In terms of Regulation 44(3) of LODR, we furnish the voting results of the 29th Annual General Meeting (AGM) of the Company held on Wednesday, August 28, 2024 at 05:30 P.M. (IST) by way of Video Conferencing (VC)/Other Audio Video Means (OAVM).

Also, enclosed is the Consolidated Report of the Scrutinizer containing the Agenda wise Results of the Remote E-voting conducted during the period from Saturday, August 24, 2024 to Tuesday, August 27, 2024 and E-voting during the AGM.

In accordance with the Scrutinizer's Report, countersigned by the Authorized Director of the Company, all resolutions set out in the Notice of 29th AGM have been duly approved by the shareholders with requisite majority.

You are requested to take the same on record.

Thanking you,

For **Info Edge (India) Limited**

Jaya Bhatia
Company Secretary & Compliance Officer

Encl: as above

Scrutinizer's Report on Remote E-voting and E-voting at the
29th Annual General Meeting of
INFO EDGE (INDIA) LIMITED

To,
The Chairman
INFO EDGE (INDIA) LIMITED
Ground Floor, GF-12A 94,
Meghdoot Building, Nehru Place,
New Delhi-110019

Date of Meeting: August 28, 2024

Day of Meeting: Wednesday

Time of Meeting: 05:30 P.M. (IST)

Mode of Meeting: Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

Deemed Venue: Ground Floor, GF-12A 94, Meghdoot Building, Nehru Place, New Delhi-110019

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of **Info Edge (India) Limited ("Company")** for Remote E-voting and E-voting ("**Electronic Voting**") at the 29th Annual General Meeting ("**the Meeting/AGM**") convened through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") in respect of the resolutions forming part of this report considered at the AGM of the Company held on August 28, 2024 as per notice dated May 16, 2024.

Pursuant to the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively, issued by Ministry of Corporate Affairs (MCA) and SEBI circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and October 07, 2023 (hereinafter referred to as "**relevant circulars**"), the Company has sent the Annual Report including Notice of the 29th AGM on August 05, 2024 only through e-mail in compliance with above-mentioned relevant circulars to those Members whose names appeared in the register of members of the Company as on Monday, July 29, 2024 and whose email IDs were registered with the Company/Registrar and Transfer Agent ("RTA")/ Depository Participants ("DPs"). The Company has given an additional facility to Members to register their e-mail addresses with the Company/RTA/DPs by giving newspaper advertisements dated July 30, 2024, in "Financial Express" and "Jansatta" in English and in Hindi language respectively, in terms of relevant circulars. The Company had also given the newspaper advertisement dated August 06, 2024, in "Business Standard" in English Language and in Hindi language as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended from time to time, confirming the completion of dispatch of Notice of AGM to the Shareholders.



The Company has appointed National Securities Depository Limited ("NSDL") for providing the electronic voting facility for conducting Remote E-voting and E-voting at the AGM by the Members of the Company.

The Remote E-voting period commenced on Saturday, August 24, 2024, at 09:00 A.M. (IST) and ended on Tuesday, August 27, 2024, at 05:00 P.M. (IST) and the NSDL Remote E-voting platform was blocked thereafter. Further, the E-voting was opened during the AGM and remained open till the conclusion of AGM for voting purpose.

Further, the E-voting was announced for the Members who attended the meeting but have not cast their vote through Remote E-voting.

The Members holding shares as on "**Cut-off date**" i.e. Wednesday, August 21, 2024 were entitled to vote on the proposed resolutions as set out in the Notice of the AGM, and their shareholding as on that date has been reckoned with for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on August 28, 2024 around 07:41 P.M. (IST) in the presence of two witnesses Mr. Mohit Varshney R/o Siddharth Vihar-201009, Ghaziabad and Mr. Ankit Bansal R/o Laxmi Nagar-110092, Delhi who are not in the employment of the Company.

The votes casted through electronic voting, which were incomplete and/or otherwise found defective, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made there-under relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution in a fair and transparent manner.

Based on the data downloaded from official website of NSDL for the electronic voting, we now submit our consolidated report thereon.



1. The result of the voting is as under:

1. To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2024 and the reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2024 and the report of the Auditors thereon (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member (s)voted	Votes held by them
	Number of Members & Shares held by them	1795	110321235	13	362	1808	110321597
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	6*	137270	0	0	6*	137270
	No. of Valid Votes Cast	1795*	110183965	13	362	1808*	110184327

*6 (Six) Members Holding 1182597 Equity Shares have Partially exercised their votes for 1045327 equity shares in favour and not exercised for 137270 equity shares.

Particular	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1778	110132949	13	362	1791	110133311	99.9537
Against	17	51016	0	0	17	51016	0.0463
Total	1795	110183965	13	362	1808	110184327	100



2. To declare a final dividend of ₹12/- per equity share and to confirm the interim dividend of ₹10/- per equity share, already paid, for the FY24. (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1796	110389529	13	362	1809	110389891
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	6*	137270	0	0	6*	137270
	No. of Valid Votes Cast	1796*	110252259	13	362	1809*	110252621

*6 (Six) Members Holding 1182597 Equity Shares have Partially exercised their votes for 1045327 equity shares in favour and not exercised for 137270 equity shares.

Particular	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1773	110143659	13	362	1786	110144021	99.9015
Against	23	108600	0	0	23	108600	0.0985
Total	1796	110252259	13	362	1809	110252621	100



3. To appoint a Director in place of Mr. Kapil Kapoor (DIN: 00178966), who retires by rotation, and being eligible, offers himself for re-appointment. (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member (s)voted	Votes held by them
	Number of Members & Shares held by them	1804	111941935	13	362	1817	111942297
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	22*	1893348*	0	0	22*	1893348*
	No. of Valid Votes Cast	1804*	110048587*	13	362	1817*	110048949*

*a. 4 (Four) Members Holding 619326 Equity Shares have Partially exercised their Vote for 567519 equity shares in Favour and not exercised for 51807 equity shares.

b. 7 (Seven) members holding 989210 equity shares voted twice. Firstly, these members partially exercised their votes for 841978 equity shares in favour and not exercised vote for 147232 equity shares. Thereafter, these members exercised their votes for 147232 equity shares in against. Accordingly, these members and its votes have been counted twice.

c. 2 (Two) Members Holding 563271 equity shares voted have partially exercised their votes for 66193 equity shares in favour and votes for 208018 equity shares in against and not exercised their vote for 289060 equity shares. Accordingly, these members and its votes have been counted twice.

Particular	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1664	107152068	13	362	1677	107152430	97.3680
Against	140	2896519	0	0	140	2896519	2.6320
Total	1804	110048587	13	362	1817	110048949	100



4. To appoint Branch Auditors and to fix their remuneration. (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	1796	110397243	13	362	1809	110397605
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	8*	145059*	0	0	8*	145059*
	No. of Valid Votes Cast	1796*	110252184*	13	362	1809*	110252546*

*a. 6 (Six) Members Holding 1182597 Equity Shares have Partially exercised their Votes for 1045327 equity shares in Favour and not exercised for 137270 equity shares.

b. 1 (One) member holding 7789 equity shares voted twice. Firstly, this member partially exercised its votes for 7317 equity shares in favour and not exercised vote for 472 equity shares. Thereafter, this member exercised its votes for 472 equity shares in against. Accordingly, this member and its votes have been counted twice.

Particular	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	1779	110233894	13	362	1792	110234256	99.9834
Against	17	18290	0	0	17	18290	0.0166
Total	1796	110252184	13	362	1809	110252546	100



5. To re-appoint Mr. Chintan Thakkar (DIN: 00678173) as a Whole-time Director to be designated as Whole-time Director & Chief Financial Officer of the Company. (Ordinary Resolution):

Particulars	REMOTE E-VOTING		E-VOTING AT		Total	
	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
Number of Members & Shares held by them	1799	111062629	13	362	1812	111062991
Less: Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less: Number of Members abstained from voting	0	0	0	0	0	0
Less: Number of Members partially exercised their votes	13*	1014042*	0	0	13*	1014042*
No. of Valid Votes Cast	1799*	110048587	13	362	1812*	110048949*

*a. 5 (Five) Members Holding 679336 Equity Shares have Partially exercised their Vote for 602307 equity shares in Favour and not exercised for 77029 equity shares.

b. 3 (Three) members holdings 169914 equity shares voted twice. Firstly, these members partially exercised its votes for 154688 equity shares in favour and not exercised vote for 15226 equity shares. Thereafter, these members exercised their votes for 15226 equity shares in against. Accordingly, these members and its votes have been counted twice.

c. 1 (One) Member Holding 503261 equity shares voted have partially exercised its votes for 35826 equity shares in favour and votes for 203597 equity shares in against and not exercised its vote for 263838 equity shares. Accordingly, this member and its votes have been counted twice.

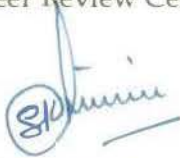
Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1742	109067879	13	362	1755	109068241	99.1088
Against	57	980708	0	0	57	980708	0.8912
Total	1799	110048587	13	362	1812	110048949	100



- 2. The Chairman or any other person authorised by him may accordingly declare the result thereof.
- 3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 5715/2024



Shashikant Tiwari
Membership No: F11919
CP No.: 13050
UDIN: F011919F001077071

Place: Delhi
Date: August 29, 2024



Counter-signed by Mr. Chintan Thakkar
(Chairman or any other person Authorised
by the Chairman of the Company)

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the results of electronic voting are as under:

Date of Annual General Meeting	Wednesday, August 28, 2024
Total number of Shareholders as on cut-off date, i.e. August 21, 2024	185,993
No. of Shareholders present in the meeting either in person or proxy	
Promoter and Promoter Group	NA
Public	
Total	
No. of Shareholders attended the meeting through video conferencing	
Promoter and Promoter Group	5*
Public	145
Total	150

* Members of the Promoter and Promoter Group attended the meeting only through video conferencing facility provided by the Agency engaged to provide such facility



Resolution 1								
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2024 and the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2024 and the Report of the Auditors thereon.					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	48911540	48911540	100.0000	48911540	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48911540	100.0000	48911540	0	100.0000	0
Public Institutions	E-Voting	66959202	56742373	84.7417	56691616	50757	99.9105	0.0895
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56742373	84.7417	56691616	50757	99.9105	0.0895
Public Non Institutions	E-Voting	13513378	4530414	33.5254	4530155	259	99.9943	0.0057
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		4530414	33.5254	4530155	259	99.9943	0.0057
Total		129384120	110184327	85.1606	110133311	51016	99.9537	0.0463

Details of Invalid Votes	
Category	No. of Votes
Promoter and promoter group	0
Public-institutions	0
Public –Non-Institutions	0



Resolution 2								
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			To declare a final dividend of Rs.12/- per equity share and to confirm the interim dividend of Rs.10/- per equity share, already paid, for the FY24.					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	48911540	48911540	100.0000	48911540	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48911540	100.0000	48911540	0	100.0000	0
Public Institutions	E-Voting	66959202	56810667	84.8437	56702403	108264	99.8094	0.1906
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56810667	84.8437	56702403	108264	99.8094	0.1906
Public Non Institutions	E-Voting	13513378	4530414	33.5254	4530078	336	99.9926	0.0074
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		4530414	33.5254	4530078	336	99.9926	0.0074
Total		129384120	110252621	85.2134	110144021	108600	99.9015	0.0985

Details of Invalid Votes	
Category	No. of Votes
Promoter and promoter group	0
Public-institutions	0
Public-Non-Institutions	0



Resolution 3								
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			To appoint a Director in place of Mr. Kapil Kapoor (DIN: 00178966), who retires by rotation, and being eligible, offers himself for re-appointment					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	48911540	48911540	100.0000	48911540	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48911540	100.0000	48911540	0	100.0000	0
Public Institutions	E-Voting	66959202	56607070	84.5396	53710988	2896082	94.8839	5.1161
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56607070	84.5396	53710988	2896082	94.8839	5.1161
Public Non Institutions	E-Voting	13513378	4530339	33.5248	4529902	437	99.9904	0.0096
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		4530339	33.5248	4529902	437	99.9904	0.0096
Total		129384120	110048949	85.0560	107152430	2896519	97.3680	2.6320

Details of Invalid Votes	
Category	No. of Votes
Promoter and promoter group	0
Public-institutions	0
Public –Non-Institutions	0



Resolution 4								
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			To appoint Branch Auditors and to fix their remuneration					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={{[2]/[1]}}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={{[4]/[2]}}*100	% of Votes against on votes polled [7]={{[5]/[2]}}*100
Promoter and Promoter Group	E-Voting	48911540	48911540	100.0000	48911540	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48911540	100.0000	48911540	0	100.0000	0
Public Institutions	E-Voting	66959202	56810667	84.8437	56792797	17870	99.9685	0.0315
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56810667	84.8437	56792797	17870	99.9685	0.0315
Public Non Institutions	E-Voting	13513378	4530339	33.5248	4529919	420	99.9907	0.0093
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4530339	33.5248	4529919	420	99.9907	0.0093
Total		129384120	110252546	85.2134	110234256	18290	99.9834	0.0166

Details of Invalid Votes	
Category	No. of Votes
Promoter and promoter group	0
Public-institutions	0
Public –Non-Institutions	0



Resolution 5								
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			To re-appoint Mr. Chintan Thakkar (DIN: 00678173) as a Whole-time Director to be designated as Whole-time Director & Chief Financial Officer of the Company					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={{[2]/[1]}}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={{[4]/[2]}}*100	% of Votes against on votes polled [7]={{[5]/[2]}}*100
Promoter and Promoter Group	E-Voting	48911540	48911540	100.0000	48911540	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48911540	100.0000	48911540	0	100.0000	0
Public Institutions	E-Voting	66959202	56607070	84.5396	55626877	980193	98.2684	1.7316
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56607070	84.5396	55626877	980193	98.2684	1.7316
Public Non Institutions	E-Voting	13513378	4530339	33.5248	4529824	515	99.9886	0.0114
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4530339	33.5248	4529824	515	99.9886	0.0114
Total	Total	129384120	110048949	85.0560	109068241	980708	99.1088	0.8912

Details of Invalid Votes	
Category	No. of Votes
Promoter and promoter group	0
Public-institutions	0
Public-Non-Institutions	0

