

**The Board of Directors**  
**Info Edge (India) Limited**  
 Ground Floor, GF-12A  
 94, Meghdoot, Nehru place  
 New Delhi-110019

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

[pursuant to Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002] & Regulation 55A of SEBI (Depositoreis & Participants) Regulations, 1996.

We have examined the registers, records and documents of M/s Info Edge (India) Limited for the quarter ended on 31st December, 2015 as maintained by M/s Link Intime India Private Limited, the Registrar/Share Transfer Agents of the Company. In our opinion and to the best of our knowledge and according to the information and explanation given to us and as shown by the records examined by us, we hereby submit our reconciliation of share capital audit report for the aforesaid quarter as under:

1	For Quarter Ended:	31.12.2015					
2	ISIN:	INE 663F01024					
3	Face Value:	Rs. 10/-each					
4	Name of the Company:	M/s Info Edge (India) Limited					
5	Registered Office Address:	Ground Floor, GF-12A 94, Meghdoot, Nehru Place New Delhi-110020					
6	Correspondence Address:	B-8, Sector-132 Noida-201301 Uttar Pradesh					
7	Telephone & Fax Nos.:	(T) 0120-3082000 0120- 3082095					
8	Email address:	murlee.jain@naukri.com					
9	Names of Stock Exchanges where the Company's Securities are listed	(i) National Stock Exchange of India Limited (ii) BSE Limited					
		<b>Number of shares</b>	<b>% of Total Issued Capital</b>				
10	Issued Capital:	120716159	100.00				
11	Listed Capital:	120716159	100.00				
12	Held in dematerialised form in CDSL:	1071312	0.89				
13	Held in dematerialised form in NSDL:	119632810	99.10				
14	Physical:	12037	0.01				
15	Total No. of Shares (12+13+14)	120716159	100.00				
16	Reasons for difference if any, between (10&11), (10&15), (11&15)	<b>Not Applicable</b>					
17	Certifying the details of changes in share capital during the quarter under consideration as per Table below:						
	Particulars***	No. of Shares	Applied/ Not Applied for listing	Listed on Stock Exchange (Specify Names)	whether intimated to CDSL	whether intimated to NSDL	In-prin. Appr. Pending from SE (Specify names)
	<b>ESOP- Allotment made on October 12, 2015</b>	100,000	Applied	NSE, BSE	YES	YES	No

\*\*\* Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).



18	Register of Members is updated (Yes/No)	Yes	
19	Reference of previous quarter with regard to excess dematerialised shares, if any:	NIL	
20	Has the company resolved the matter mentioned in point no. 19 above in the current quarter? if not, reason why?	NIL	
21	Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:	NIL	
	Total No. of demat requests	No. of request	No. of Shares
			Reason for delay
22	Name, Address, Telephone & Fax No. of the Compliance Officer of the Company.	Mr. Murlee Manohar Jain B-8, Sector-132 Noida-201304 (T) 0120-3082000 (F) 01203082095	
23	Name, Address, Telephone & Fax No. of the Practising Company Secretary	Chandrasekaran Associates, Company Secretaries 11F, Pocket-IV, Mayur Vihar-I, Delhi -110091 (T) 011 - 22710514 011 - 22713708	
24	Appointment of common agency for share registry work	Link Intime India Private Limited 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-1, Near PVR Naraina New Delhi - 110028	
25	Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE, company changed its name etc.)	NIL	

Place: Delhi  
Date: 19.01.2016

Chandrasekaran Associates  
Company Secretaries

*Rupesh Agarwal*  
Rupesh Agarwal  
Partner  
ACS No. 16302  
CP No. 5673