

Date: May 24, 2025

1. **The Manager- Listing**  
**National Stock Exchange of India Limited**  
(Scrip Symbol: NAUKRI)
2. **The Manager- Listing**  
**BSE Limited**  
(Scrip Code: 532777)

Dear Sir/Madam,

**Subject: Intimation of the Results of Postal Ballot & Remote E-voting as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is in reference to our intimation dated April 24, 2025, wherein the Company had submitted Notice of Postal Ballot along with the explanatory statement annexed thereto, seeking approval of the members of the Company through Postal Ballot via. Remote E-voting, with respect to the following proposed resolution:

Item No.	Proposed Resolution	Type of Resolution
1.	To approve entering into material related party transaction with Karkardooma Trust (for investment in its scheme, namely, IE Venture Investment Fund III), to be regarded as a related party of the Company	Ordinary

In connection with the above, we hereby inform that the members of the Company have approved the aforesaid resolution with requisite majority through Remote E-voting Postal Ballot process as set out in the Postal Ballot Notice and the approval is deemed to have been received on the last date specified by the Company for Remote E-voting i.e. Saturday, May 24, 2025.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith following:

1. Voting Results of Postal Ballot conducted through Remote E-voting process.
2. Scrutinizer's Report on Postal Ballot conducted through Remote E-voting process.

The voting results along with the scrutinizer's report are also available on the website of the Company viz. [www.infoedge.in](http://www.infoedge.in) and on the website of MUFG Intime India Private Ltd. (formerly known as Link Intime India Private Limited), Registrar and Share Transfer Agent of the Company viz. <https://instavote.linkintime.co.in>

You are requested to take the same on record.

Thanking you,

Yours faithfully,  
For **Info Edge (India) Limited**

**Jaya Bhatia**  
**Company Secretary & Compliance Officer**

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

<b>Date of the meeting / last day of receipt of postal ballot forms/remote e-voting (in case of Postal Ballot)</b>	Saturday, May 24, 2025
<b>Record date/Cut-off date</b>	Thursday, April 17, 2025
<b>Total no. of Shareholders as on record/cut-off date, i.e. April 17, 2025</b>	201093
<b>No of Shareholders present in the meeting either in person or proxy</b>	
<b>Promoters and Promoter Group</b>	Not Applicable
<b>Public</b>	
<b>Total</b>	
<b>No of Shareholders attended the meeting through video conferencing</b>	
<b>Promoters and Promoter Group</b>	Not Applicable
<b>Public</b>	
<b>Total</b>	
<b>Number of resolutions passed through Postal Ballot</b>	1

Resolution 1								
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			To approve entering into material related party transaction with Karkardooma Trust (for investment in its scheme, namely, IE Venture Investment Fund III), to be regarded as a related party 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	48760364	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	67307839	55369531	82.2631	55369531	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>55369531</b>	<b>82.2631</b>	<b>55369531</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	E-Voting	13515917	2005368	14.8371	2005053	315	99.9843	0.0157
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2005368</b>	<b>14.8371</b>	<b>2005053</b>	<b>315</b>	<b>99.9843</b>	<b>0.0157</b>
<b>Total</b>		<b>129584120</b>	<b>57374899</b>	<b>44.2762</b>	<b>57374584</b>	<b>315</b>	<b>99.9995</b>	<b>0.0005</b>

*Note – The Record Date for the sub-division/split of equity shares of the Company was May 7, 2025. Please note that the voting results have been prepared based on the equity shareholding as of the Cut-off Date of April 17, 2025, which was fixed for the purpose of the Postal Ballot. This Cut-off Date precedes the effective date of the sub-division/split of shares.*

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

**SCRUTINIZER'S REPORT**

To,  
**The Chairperson,**  
**Info Edge (India) Limited**  
Ground Floor, GF-12A 94, Meghdoot,  
Nehru Place, New Delhi, 110019

**Sub: Scrutinizers' Report on Postal Ballot by way of electronic voting process conducted in terms of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended in respect of passing of the Resolution contained in the Notice dated April 18, 2025.**

Dear Sir,

I, Shashikant Tiwari, Partner, Chandrasekaran Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of **Info Edge (India) Limited** (hereinafter referred to as "**the Company**") for scrutinizing the Postal Ballot process by way of voting by electronic means in respect of passing of the Resolution contained in the Notice dated April 18, 2025 ("Postal Ballot Notice") in a fair and transparent manner.

**I submit my report as under:**

1. The management of the Company is responsible for ensuring the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder including General Circular Nos. 14/2020 dated April 08, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 respectively as well as subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing regulations**"), circulars issued by the Securities and Exchange Board of India including Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 as amended from time to time (the "**SEBI Circulars**"), Secretarial Standard issued by the Institute of Company Secretaries of India on General Meetings ("**SS-2**") relating to postal ballot by way of electronic voting.
2. My responsibility as the Scrutinizer is restricted to preparing a scrutinizers' report of the votes cast by the members for the Resolution contained in the Postal Ballot Notice, based on the data downloaded from the e-voting system of the Registrar and Transfer Agent ("**RTA**") i.e. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), authorized agency engaged by the Company to provide the electronic voting facility till the time fixed for closing of the voting process i.e. on or before 5:00 P.M. (IST) on Saturday, May 24, 2025.
3. The Members of the Company as on the "cut-off date" i.e Thursday, April 17, 2025, were entitled to vote on the proposed resolution to be passed through Postal Ballot by way of electronic voting means as set-out in the Postal Ballot Notice and their shareholding as on that date has been reckoned for the purpose of arriving at the results of the Postal Ballot.

4. The E-voting period remained open from 9:00 A.M (IST) on Friday, April 25, 2025 till 5:00 P.M (IST) on Saturday, May 24, 2025 (both days inclusive), on the designated website of RTA i.e. on <https://instavote.linkintime.co.in>
5. The Company completed the electronic dispatch of Postal Ballot Notice along with Explanatory Statement on Thursday, April 24, 2025 to its members whose name(s) appeared in the Register of Members/List of beneficial owners received from RTA as on the Cut-off date i.e., Thursday, April 17, 2025 and whose e-mail IDs were registered with the Company and the National Securities Depository Limited and the Central Depository Services (India) Limited (“**Depositories**”) and RTA. Pursuant to MCA Circulars, the Company dispatched the Postal Ballot Notice through e-mails only to those members whose e-mail IDs were registered with the Company and Depositories and RTA.

Additionally, the Company had also given an option to the members to register their e-mail IDs with the Company and/ or their depository participants, in the Postal Ballot Notice dated April 18, 2025, which was uploaded on the website of the Company <https://www.infoedge.in>, Stock Exchanges’ website (<https://www.bseindia.com> and <https://www.nseindia.com>), the RTA website <https://instavote.linkintime.co.in> and also published newspaper advertisements on Friday, April 25, 2025 in Financial Express (National Daily newspaper) in English and Jansatta (Daily newspaper of the State) in Hindi for registration of e-mail IDs.

6. In view of relaxation given by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, physical ballots were not dispatched, and accordingly, voting was done through electronic mode only.
7. As per Rule 20 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of Listing Regulations, advertisements were published by the Company in Financial Express (English) and Jansatta (Hindi) on Friday, April 25, 2025 informing about the completion of dispatch of Postal Ballot Notice to the Members, who have registered their e-mail ids with the Company/depositories/ Registrar and Transfer Agent along with other related matters mentioned therein.
8. I have monitored the process of electronic voting through the scrutinizer’s secured link provided by RTA through its designated website i.e. <https://instavote.linkintime.co.in>.
9. After completion of electronic voting process, votes cast by the Members, were unblocked on Saturday, May 24, 2025 at 05:07 P.M. in the presence of two witnesses, i.e. Mr. Mohit Varshney R/o Gaur Siddhartham Society, Siddharth Vihar-201009 and Ms. Antika Mukherji R/o Mayur Vihar, Phase I, New Delhi-10091, who are not in the employment of the Company as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.
10. The particulars of report downloaded from the website of RTA have been entered in a separate register maintained for the purpose of Postal Ballot.
11. Votes cast by the members through electronic voting were reconciled with the records maintained by the RTA of the Company and authorizations, if any lodged with the Company.

12. This report is based on votes cast through electronic voting, which was downloaded from the e-voting website of RTA i.e. <https://instavote.linkintime.co.in>.
13. After ascertaining the votes cast through electronic voting, I hereby submit the result as under:

**Item No. 1:**

**To approve entering into material related party transaction with Karkardooma Trust (for investment in its scheme, namely, IE Venture Investment Fund III), to be regarded as a related party of the Company. (Ordinary Resolution)**

“RESOLVED THAT pursuant to the provisions of Regulation 23 and such other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), read with applicable provisions of the Companies Act, 2013 including any amendment, modification, variation, circulars issued thereunder or re-enactment thereof, for the time being in force, the Company’s Policy on Related Party Transactions and upon the recommendation(s)/approval(s)/consent(s)/ permission(s) and/or sanction(s) as may be required from appropriate regulatory authorities/institutions or bodies and subject to such terms and conditions as may be prescribed/imposed by such authorities while granting such approval(s), consent(s), permission(s) and sanction(s) and which may be agreed to and accepted by the Audit Committee/Board of Directors, the approval of Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board” which term shall be deemed to include the Audit Committee and/or any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) for entering into and/or carrying out, arrangements and transactions with Karkardooma Trust, a trust registered as Category II Alternative Investment Fund with SEBI and IE Venture Investment Fund III, its scheme, to be regarded as related party of the Company within the meaning of Regulation 2(1)(zb) of Listing Regulations upon execution of investment management agreement between the trustee of Karkardooma Trust and Smartweb Internet Services Limited, a wholly owned subsidiary of the Company and proposed investment manager and sponsor of Karkardooma Trust and its scheme, for Capital Commitment for subscription or purchase of units of said scheme as specified in the explanatory statement forming part of this notice, whether by way of entering into new contract or renewal(s) or extension(s) or modification(s) of earlier contract(s)/arrangement(s)/transaction(s) or otherwise on such terms and conditions as the Board may deem fit, directly or through wholly owned subsidiary(ies), for an amount not exceeding in aggregate ₹ 10,00,00,00,000 (Indian Rupees One Thousand Crores Only) in one or more tranches, from time to time.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary document(s), contract(s), scheme(s), agreement(s) and such other document(s) as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representative(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution.”

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1,274	5,75,70,997
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members abstained from voting	3	3,325
Less:	Number of Members & Votes not exercised/ Partially exercised/ Less voted	9*	1,92,773
	<b>No. of Valid Votes Cast</b>	<b>1271*</b>	<b>5,73,74,899</b>

\*Note:- 9 (Nine) members holding 5,24,909 equity shares partially exercised their votes for 3,32,136 equity share in favour and not exercised their vote for 1,92,773 respectively.

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favor	1,255	5,73,74,584	99.999
Against	17	315	0.001
<b>Total</b>	<b>1,272*</b>	<b>5,73,74,899</b>	<b>100.00</b>

\*Note: 1 (one) member holding 27 equity shares voted twice. Firstly, such member partially exercised his vote for 15 equity share in favour and 12 equity share in against respectively. Accordingly, such member and his vote has been counted twice.

**SHASHI  
KANT  
TIWARI**  
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by SHASHIKANT  
TIWARI  
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14. Based on the aforesaid results, the resolution as mentioned above, is deemed to have been passed with requisite majority on Saturday, May 24, 2025, being the last date of E-voting for the Members of the Company. Therefore, the Chairman or any other person as may be authorized by the Chairman in writing may declare the result thereof.
15. 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.: 6689/2025

**SHASHIKANT TIWARI**  
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SHASHIKANT TIWARI  
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Shashikant Tiwari  
Partner  
Membership No.: F11919  
Certificate of Practice No.: 13050  
UDIN: F011919G000433428

Place: Delhi  
Date: 24.05.2025

Countersigned by:  
For and on behalf of  
Info Edge (India) Limited

**CHINTAN ARVIND THAKKAR**  
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CHINTAN ARVIND THAKKAR  
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Chairman or any other person authorized by him.