

Date: March 7, 2025

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

Dear Sir/Madam,

Sub.: Adoption of new set of Memorandum of Association of the Company

Ref.: Regulation 30 read with Part A of the Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the requirement of Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. on Friday, March 7, 2025, have considered and approved alteration to existing Memorandum of Association (“MOA”) of the Company by way of adoption of new set of MOA to make it in line with the Companies Act, 2013, subject to the approval of shareholders of the Company by way of postal ballot and any regulatory/ statutory approvals, as may be required under applicable laws.

Brief details of alterations approved to the existing MOA, as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (as amended from time to time), is given as **Annexure I**.

The meeting of the Board commenced at 07:00 pm and concluded at 07:30 pm.

This intimation is also being uploaded on Company’s website and can be accessed at www.infoedge.in

You are requested to kindly take the above information on record.

Thanking You.

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

Jaya Bhatia
Company Secretary & Compliance Officer



Annexure I

Disclosure of information pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (as amended from time to time)

S. No.	Brief details of Alteration approved to the Existing MOA
1	<p>The existing Memorandum of Association (MOA) of the Company is based on the erstwhile Companies Act, 1956. The alteration of MOA is necessary to bring the existing MOA in line with the Companies Act, 2013.</p> <p>The object clause and the liability clause of the existing MOA are being re-aligned as per Table A of Schedule I of the Companies Act, 2013. There is no change in main objects of the Company. Further, in addition to the changes mentioned hereinafter, some editorial changes and insertions have been carried out in the existing MOA, to reflect the updated positions under the Companies Act, 2013 in a lucid and coherent manner, which shall enable the Company to carry on its main objects in an efficient manner, in accordance with the Companies Act, 2013.</p>
2	The title of the existing Clause III(A) will be amended from “The Main objects to be pursued by the Company on its incorporation are” to “The objects to be pursued by the Company on its incorporation are” with no changes in the existing sub-clauses numbered 1 to 4.
3	The title of the existing Clause III(B) will be amended from “The Objects Incidental or Ancillary to the attainment of Main Objects are” to “Matters which are necessary for furtherance of the objects specified in Clause III (A) are”.
4	<p>Following new sub clause to be inserted as sub clause no. 1 and existing sub clauses numbered 5 and 31 will be deleted under the title Clause III(B):</p> <p><i>“1. To establish other businesses which, in the opinion of the Company, may be capable of being conveniently carried on in connection with the above or enhance the value or profitability of any of the Company’s services, assets, properties, investments or rights including but not limited to, the use of artificial intelligence, machine learning, internet, data analytics, and other emerging technologies to innovate, optimize, and improve business processes, products, and services, offered by the Company.”</i></p>
5	The existing sub clauses numbered 1 to 4 under the title Clause III(B) will be renumbered as sub clauses 2 to 5 respectively.
6	<p>The existing sub clauses numbered 12 and 13 under the title Clause III(B) will be substituted with the following sub clauses:</p> <p><i>“12. Subject to the provisions of the Act and all other applicable provisions of the rules and regulations issued by the Securities and Exchange Board of India, or any other applicable act(s), rule(s) and regulation(s), to subscribe for, acquire and hold shares, share-stock, debentures, bonds, debenture-stock, mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporate undertaking) or pooled investment vehicles (including alternative investment funds), of whatever nature and whatsoever constituted and to subscribe for, acquire and hold shares, debentures and debenture-stocks and debenture-bonds, mortgages, obligations and such other securities issued or guaranteed by any Government, trust, Municipal, local or such other authority or body of whatever nature, whether in India or elsewhere as may be conducive to the business of the Company.</i></p>



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Corporate Office : B-8, Sector - 132, Noida - 201301, Tel.: 0120 - 3082000, Fax : 0120-3082095
EMAIL : webmaster@naukri.com URL : <http://www.infoedge.in> CIN No.: L74899DL1995PLC068021

Regd. Office : Ground Floor, 12A, 94, Meghdoot, Nehru Place, New Delhi-110019

	<p>13. Subject to the provisions of the Act, and all other applicable provisions of the rules and regulations issued by Securities and Exchange Board of India or any other applicable act(s), rule(s) and regulation(s), to invest, other than investment in Company's own shares, any money of the Company not immediately required in any investments, movable or immovable as may be thought proper and to hold, invest in shares, stock or any other securities issued by any other company or a pooled investment vehicle (including alternative investment funds), in India or elsewhere, as may be conducive for the main business of the Company."</p>
7	<p>The following new sub clauses numbered 31 to 42, will be inserted under the title Clause III(B) after existing sub clause no. 30:</p> <p>"31. To act as an export-import house of goods or merchandise of any description and for this purpose engage in ancillary services such as shipping commission agents, advertising agents, travelling agents, transport agents, forwarding and clearing agents, brokers, estate agents and hardware merchants for or in connection with or any of the objects of the Company.</p> <p>32. To carry on a general business of providing comparative information about the characteristics, interest or such other attributes of individuals, communities, organisations, countries or such other social units and of any articles or commodities or economic trends or persons whatsoever, to design, invest, prepare, own, make and on lease, sell or otherwise dispose of and generally to deal in and with computers, data processing machines, tapes, cards, memory equipment or any other such equipment and materials of every kind and description useful in connection with the business, to license or otherwise authorise others to engage in the foregoing, and to engage in general research and development in areas related to or involving the foregoing.</p> <p>33. To establish, provide, maintain and conduct research and such other, laboratories, training colleges, schools and such other institutions for the training, education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings and conferences in connection therewith.</p> <p>34. To be interested to promote or undertake the formation and establishment and to take hold and dispose of shares in such organisations, institutions, business or companies whether industrial, hoteliers, restaurants, agricultural, trading, manufacturing or otherwise as may be considered to be conducive to the profit and interest of the Company and also to acquire, promote, aid, foster, subsidise or acquire interests in any such industry or undertaking.</p> <p>35. To acquire from or sell to any person, firm or body corporate or unincorporate, whether in India or elsewhere technical and managerial information, know-how, processes, engineering, manufacturing, operating and commercial data plans, layouts and blue prints useful for the design, erection and operation of any plant or process of manufacture and to acquire and grant or license or such other rights and benefits in the foregoing matters and things and to render any kind of management and consultancy services.</p> <p>36. Subject to applicable laws, to acquire and hold shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in the Republic of India or elsewhere any debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any Government, sovereign-ruler, commissioners, public body or authority, supreme municipal, local or otherwise, whether at home or abroad, to acquire any such shares,</p>



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stocks, debentures, debenture stocks, obligations or securities by original subscription, tender, purchase, exchange or otherwise and subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof, to issue shares, debenture stocks, bonds, obligation and securities of all kinds and to frame, constitute and secure the same, as may seem expedient, with full power to make the same transferable by delivery or by instrument of transfer or otherwise or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the Company, or upon any specific property and rights, present and future of the Company (including, if thought fit, uncalled capital) or otherwise however; to export, import, buy, sell, barter, exchange, pledge, make advance upon, invest in and otherwise deal in gold, silver, bullion, stocks, shares, securities of all kinds and description.

- 37. Subject to applicable laws, to secure sound investments of foreign capital in Indian undertakings and enterprises and Indian capital in foreign undertaking and enterprises.*
- 38. To carry on the profession of consultants on management, employment, engineering industry and technical matters to industry and business and to act as employment agents for or in connection with or any of the objects of the Company.*
- 39. To undertake and transact all kinds of agency business and to carry on and promote any business, commercial or otherwise, under sound principles and/or to act as distributors, agents, underwriters, brokers, estate agents, middlemen, contract man, representation and indenting agents on commission, allowance, as may be deemed fit in all commodities, merchandise and such other allied articles/lines of business for or in connection with or any of the objects of the Company.*
- 40. To undertake, manage, finance or otherwise carry on either individually or in association in any manner with any other person or Government authority, programme of Rural Development in India including any programme for promoting the social and economic welfare of, or the upliftment of the public in any rural area, and without prejudice to the generality of the foregoing to subscribe, donate, establish, provide, maintain, conduct, subsidise, undertake, associate with, carry on and promote studies, research, experimental work and application of technology, in any field of human endeavour, by establishing, endowing or assisting workshops, laboratories, schools, hospitals, first-aid centres and other technical, scientific, agricultural or any other institutions and bodies for the development of education, medicine, human welfare, agriculture, horticulture, animal husbandry, dairy products, cottage, small-scale and any other industry and in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any Public or Local Body or Central or State Government or any Public institution or Trusts of Funds recognised or approved by the Central or State Government or established under any law for the time being in force.*
- 41. To undertake, carry out, promote and sponsor or associate with or assist any activity for the promotion and growth of national economy and for discharging what the Directors may consider to be social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social, economic or moral upliftment of the public or any section of the public and in such manner and by such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing,*



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	<p><i>undertake carry out, promote and sponsor any activity for publication of any books, literature, newspapers or for organising lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to pursue studies or academic pursuits or their researches and for establishing, conducting or assisting any institution, fund, trust, person or Government authority having any one of the aforesaid objects as one of the objects by giving donations or otherwise in any other manner, and the Directors may at their discretion, in order to implement any of the abovementioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central or State Government.</i></p> <p><i>42. To do all such other things as may be deemed necessary or conducive for the attainment of the objects of the Company.”</i></p>
8	The existing Clause III(C) i.e. “The other objects are” containing sub clauses numbered 1 to 48, will be deleted in full.
9	The existing Clause IV i.e. ‘The Liability of the members is limited’ will be deleted and replaced by new Clause IV i.e. ‘The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them’.
10	The existing Clause V of the MOA will be substituted with the following new clause: <i>“V. The Authorised Share Capital of the Company is Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores only) divided into 75,00,00,000 (Seventy-Five Crores) Equity Shares of face value of Rs. 2/- (Rupees Two only) each.”</i>



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