

Date: April 11, 2025

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

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

Dear Sir/Madam,

This is in reference to our intimation dated March 12, 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 resolutions:

Item No.	Proposed Resolutions	Type of Resolution
1.	Alteration in the share capital of the Company by way of sub-division/ split of the existing Equity Shares	Ordinary
2.	Alteration of the Articles of Association of the Company	Special
3.	Adoption of new set of Memorandum of Association of the Company as per Companies Act, 2013	Special

In connection with the above, we hereby inform that the members of the Company have approved the aforesaid resolutions 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. Friday, April 11, 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>	Friday, April 11, 2025
<b>Record date/Cut-off date</b>	Wednesday, March 05, 2025
<b>Total no. of Shareholders as on record/cut-off date, i.e. March 05, 2025</b>	200,452
<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>	3

Resolution 1								
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			Alteration in the share capital of the Company by way of sub-division/split of the existing Equity Shares					
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	48760364	100.0000	48760364	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>		48760364	100.0000	48760364	0	100.0000	0.0000
Public Institutions	E-Voting	67398277	55586752	82.4750	55586752	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>		55586752	82.4750	55586752	0	100.0000	0.0000
Public Non-Institutions	E-Voting	13425479	4284720	31.9148	4284636	84	99.9980	0.0020
	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>		4284720	31.9148	4284636	84	99.9980	0.0020
<b>Total</b>		<b>129584120</b>	<b>108631836</b>	<b>83.8311</b>	<b>108631752</b>	<b>84</b>	<b>99.9999</b>	<b>0.0001</b>

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)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			Alteration of the Articles of Association 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	48760364	100.0000	48760364	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>		48760364	100.0000	48760364	0	100.0000	0.0000
Public Institutions	E-Voting	67398277	55586752	82.4750	55586752	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>		55586752	82.4750	55586752	0	100.0000	0.0000
Public Non-Institutions	E-Voting	13425479	4284720	31.9148	4284638	82	99.9981	0.0019
	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>		4284720	31.9148	4284638	82	99.9981	0.0019
<b>Total</b>		<b>129584120</b>	<b>108631836</b>	<b>83.8311</b>	<b>108631754</b>	<b>82</b>	<b>99.9999</b>	<b>0.0001</b>

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)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of the Resolution Considered			Adoption of new set of Memorandum of Association of the Company as per Companies Act, 2013					
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	48760364	100.0000	48760364	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>		48760364	100.0000	48760364	0	100.0000	0.0000
Public Institutions	E-Voting	67398277	55586752	82.4750	55586752	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>		55586752	82.4750	55586752	0	100.0000	0.0000
Public Non-Institutions	E-Voting	13425479	4284718	31.9148	4284637	81	99.9981	0.0019
	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>		4284718	31.9148	4284637	81	99.9981	0.0019
<b>Total</b>		<b>129584120</b>	<b>108631834</b>	<b>83.8311</b>	<b>108631753</b>	<b>81</b>	<b>99.9999</b>	<b>0.0001</b>

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 resolutions contained in the Notice dated March 07, 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 resolutions contained in the Notice dated March 07, 2025 ("Postal Ballot Notice") in a fair and transparent manner.

### **I submit my report as under:**

1. The management of the Company is responsible to ensure 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 and 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 scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolutions 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 Friday, April 11, 2025.
3. The Members of the Company as on the "cut-off date" i.e. Wednesday, March 05, 2025, were entitled to vote on the proposed resolutions 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 Thursday, March 13, 2025 till 5:00 P.M (IST) on Friday, April 11, 2025 (both days inclusive), on the designated website of RTA i.e. on <https://instavote.linkintime.co.in>
5. The Company had completed the electronic dispatch of Postal Ballot Notice along with Explanatory Statement on Wednesday, March 12, 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., Wednesday, March 05, 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 had 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.

However, 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 March 07, 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>), on the website of RTA <https://instavote.linkintime.co.in> and also published newspaper advertisements on Thursday, March 13, 2025 in Business Standard (National Daily newspaper) in English and Business Standard (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 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 Business Standard (English) and Business Standard (Hindi) on Thursday, March 13, 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 had 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 Friday, April 11, 2025 at 05:06 P.M. in the presence of two witnesses, i.e. Mr. Mohit Varshney R/o Siddharth Vihar and Ms. Antika Mukherji R/o Mayur Vihar Phase-1, 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.

**SHASHIK  
ANT  
TIWARI** Digitally signed  
by SHASHIKANT  
TIWARI  
Date: 2025.04.11  
21:58:58 +05'30'

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:**

**Alteration in the share capital of the Company by way of sub-division/ split of the existing Equity Shares. (Ordinary Resolution)**

“**RESOLVED THAT** pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 (the “Act”), if any, read with the Companies (Share Capital and Debentures) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and any other applicable provisions of the Act or the Listing Regulations for the time being in force [including any statutory modification(s), notifications, circulars issued thereunder or re-enactment(s) thereof, for the time being in force], in accordance with the Articles of Association of the Company and subject to such permissions, consents and approvals as may be required from concerned statutory authorities, approval of the members of the Company be and is hereby accorded for sub-division/split of equity shares of the Company, such that 1 (one) equity share having face value of ₹ 10/- (Rupees Ten only) each, fully paid-up, be subdivided into 5 (five) equity shares having face value of ₹ 2/- (Rupees Two only) each, fully paid-up, ranking pari-passu in all respects with effect from such date as may be fixed for this purpose (“Record Date”) by the Board of Directors of the Company (hereinafter the term ‘Board’, shall be deemed to encompass any committee formed by the Board, including those constituted by the Board subsequently).

**RESOLVED FURTHER THAT** pursuant to the sub-division/split of equity shares of the Company, the authorised share capital of face value of ₹ 10/- (Rupees Ten only) each, fully paid up, existing on the Record Date, shall stand sub-divided as follows:

Type of Capital	Pre Sub-division/Split			Post Sub-division/Split		
	No. of equity shares	Face Value (in ₹)	Total Share Capital (in ₹)	No. of equity shares	Face Value (in ₹)	Total Share Capital (in ₹)
Authorised Share Capital	15,00,00,000	10/-	1,50,00,00,000/-	75,00,00,000	2/-	1,50,00,00,000

**RESOLVED FURTHER THAT** pursuant to the sub-division/split of equity shares of the Company, Issued, Subscribed and Paid-up equity shares of face value of ₹ 10/- (Rupees Ten only) each, fully paid up, existing on the Record Date, shall stand sub-divided as follows:



Type of Capital	Pre Sub-division/Split			Post Sub-division/Split		
	No. of equity shares	Face Value (in ₹)	Total Share Capital (in ₹)	No. of equity shares	Face Value (in ₹)	Total Share Capital (in ₹)
Issued, Subscribed and Paid-up Share Capital	12,95,84,120	10/-	1,29,58,41,200/-	64,79,20,600	2/-	1,29,58,41,200/-

**RESOLVED FURTHER THAT** upon sub-division/split of equity shares as aforesaid and with effect from the Record Date:

(a) for the equity shares held in physical form, the existing share certificate(s) in relation to the said equity shares, shall be deemed to have been automatically cancelled and shall be of no effect and the Board, without requiring the members to surrender their existing share certificate(s), shall issue new share certificate(s)/Letter of Confirmation(s) of the Company in compliance with the prevailing laws/guidelines in this regard; and

(b) for the equity shares held in dematerialised form, the sub-divided equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the members held with their depository participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s), in compliance with the prevailing laws/guidelines in this regard.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Act and the relevant rules made thereunder (including any statutory modification(s), notification(s), circular(s) issued thereunder or re-enactment(s) thereof, for the time being in force), in accordance with the Articles of Association of the Company, consent of members of the Company be and is hereby accorded to substitute the existing Clause V of the Memorandum of Association of the Company with the following new clause:

*“V. The Authorised Share Capital of the Company is ₹ 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 ₹ 2/- (Rupees Two only) each.”*

**RESOLVED FURTHER THAT** the consent of the Members be and is hereby accorded to make all the requisite alterations, modifications and adjustments under the ‘Info Edge Employee Stock Option Scheme, 2015’, as may be necessary due to sub-division/split of equity shares of the Company.

**RESOLVED FURTHER THAT** the sub-division/split of equity shares shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things including to fix and announce the Record Date, to make appropriate adjustments on account of sub-division/split of equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion, deem necessary, proper or desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the sub-division/split of the equity shares as aforesaid

and to carry out/execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations, without seeking any further approval/consent of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected therewith or incidental 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 conferred by these resolutions to Committee(s) or any other Director(s), Company Secretary or any other Officer(s) of the Company to give effect to the foregoing resolution, with power to such Committee(s) to further delegate all or any of its powers, subject to applicable laws.”

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1,263	10,89,36,830
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members abstained from voting	2	5,336
Less:	Number of Members & Votes not exercised/ Partially exercised/ Less voted	10	2,99,658
	<b>No. of Valid Votes Cast</b>	<b>1,261</b>	<b>10,86,31,836</b>

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favor	1,254	10,86,31,752	100
Against	7	84	0
<b>Total</b>	<b>1,261</b>	<b>10,86,31,836</b>	<b>100</b>

**Item no. 2:**

**Alteration of the Articles of Association of the Company. (Special Resolution)**

“**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable rules framed thereunder (including any statutory modification(s), notification(s), circular(s) issued thereunder or re-enactment(s) thereof, for the time being in force), and subject to such approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned authorities or bodies, if any, the consent and approval of the Members of the Company, be and is hereby accorded to alter and substitute the existing definition of ‘Equity Shares’ given in Article 2(A)(u) of the Articles of Association of the Company, with the following new Article 2(A)(u):

“Equity Shares” shall mean fully paid-up equity shares of the Company having a par value of ₹ 2/- (Rupees Two only) per equity share of the Company, or any other issued Share Capital of the Company that is reclassified, reorganized, reconstituted or converted into equity shares of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors of the Company (which expression shall also include a duly authorised Committee constituted by the Board thereof) and/or any other Key Managerial Personnel of the Company, be and are hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and to carry out/execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the appropriate authorities in due compliance of the applicable rules and regulations, and generally to do all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, proper, expedient or incidental or desirable, and to settle any question, difficulty or doubt that may arise in this regard.”

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1,263	10,89,36,830
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members abstained from voting	2	5,336
Less:	Number of Members & Votes not exercised/ Partially exercised/ Less voted	10	2,99,658
	<b>No. of Valid Votes Cast</b>	<b>1,261</b>	<b>10,86,31,836</b>

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favor	1,256	10,86,31,754	100
Against	6	82	0
<b>Total</b>	<b>1,262*</b>	<b>10,86,31,836</b>	<b>100</b>

\*Note: 1 (one) member holding 2 equity shares voted twice. Firstly, such member partially exercised his vote for 1 equity share in favour and 1 equity share in against respectively. Accordingly, such member and his vote has been counted twice.

**Item No. 3:**

**Adoption of new set of Memorandum of Association of the Company as per Companies Act, 2013. (Special Resolution)**

“**RESOLVED THAT** pursuant to the provisions of Section(s) 4, 13, 15 of the Companies Act, 2013 (the “Act”) read with the Companies (Incorporation) Rules, 2014 and Schedule I of the Act and other applicable provisions, if any, (including any statutory modification(s) or amendment(s) and re-enactment(s) thereof, for the time being in force), provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such other

necessary statutory and regulatory approvals and modifications, if any, the approval of the Members of the Company be and is hereby accorded to adopt new set of Memorandum of Association (“MOA”) of the Company, in terms of Schedule I of the Act, in place of the existing MOA with such changes as detailed hereinafter.

**RESOLVED FURTHER THAT** the existing Clause III of the MOA of the Company, i.e. ‘Objects Clause’ be and is hereby amended in the following manner:

1. The title of the existing Clause III(A) be and is hereby 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.

2. The title of the existing Clause III(B) be and is hereby 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”.

3. A new sub clause to be inserted as sub clause no. 1, as mentioned below and existing sub clauses numbered 5 and 31 shall be deleted under the title Clause III(B):

*“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.”*

4. The existing sub clauses numbered 1 to 4 under the title Clause III(B) will be renumbered as sub clauses 2 to 5 respectively.

5. The existing sub clauses numbered 12 and 13 under the title Clause III(B) shall be substituted with the following sub clauses:

*“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.*

*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.”*

6. The following new sub clauses numbered 31 to 42, shall be inserted under the title Clause III(B) after existing sub clause no. 30:

“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.

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.

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.

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.

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.

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, 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, 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.

42. To do all such other things as may be deemed necessary or conducive for the attainment of the objects of the Company.”

7. The existing Clause III (C) i.e. “The other objects are” containing sub clause numbered 1 to 48, be and is hereby stands deleted in full.

8. Certain editorial changes and insertions be and are hereby made in the existing sub-clauses under Clause III(B) to ensure alignment with the updated position under the Act.

**RESOLVED FURTHER THAT** the existing Clause IV i.e. “The Liability of the members is limited” be and is hereby stands 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”.

**RESOLVED FURTHER THAT** the existing Clause V of the MOA be and is hereby stands substituted with the following new clause:

*“V. The Authorised Share Capital of the Company is ₹ 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 ₹ 2/- (Rupees Two only) each.”*

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which expression shall also include a duly authorised Committee constituted by the Board thereof) and/or any other Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds, matters and things and file all such applications, affidavits, forms and any other documents as may be required, from time to time with the Central Government and/or Registrar of Companies or any other authority, as may be considered necessary or incidental thereto, and to settle any question(s), difficulty(ies) or matter(s) that may arise in interpretation, implementation or execution of the intent of the aforesaid resolution, as may be deemed fit and appropriate and to take all such steps as may be necessary, proper or expedient, 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	1,263	10,89,36,830
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members abstained from voting	3	5,338
Less:	Number of Members & Votes not exercised/ Partially exercised/ Less voted	10	2,99,658
	<b>No. of Valid Votes Cast</b>	<b>1,260</b>	<b>10,86,31,834</b>

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favor	1,255	10,86,31,753	100
Against	5	81	0
<b>Total</b>	<b>1,260</b>	<b>10,86,31,834</b>	<b>100</b>

14. Based on the aforesaid results, the resolutions, as mentioned above, are deemed to have been passed with requisite majority, on Friday, April 11, 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.

**SHASHIKA**  
**NT TIWARI**  
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SHASHIKANT TIWARI  
Date: 2025.04.11  
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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.: 5715/2024

**SHASHIKANT  
TIWARI**  
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TIWARI  
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Shashikant Tiwari  
Partner  
Membership No.: F11919  
Certificate of Practice No.: 13050  
UDIN: F011919G000091229

Place: Delhi  
Date: April 11, 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.