

Date: May 27, 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: Outcome of the Board Meeting - May 27, 2025

Ref.: Intimation pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to the requirements of Regulation 30 read with Schedule III of Listing Regulations, the Board of Directors of the Company at their meeting held today i.e. on Tuesday, May 27, 2025, have *inter alia*, considered and approved the following items of business(es):

1. Appointment/Re-appointment of Auditors:

Basis recommendation of the Audit Committee:

- a) Appointment of M/s. Chandrasekaran Associates, Company Secretaries as the Secretarial Auditors of the Company, subject to the approval of Members of the Company at the ensuing Annual General Meeting (AGM), for a term of 5 (five) consecutive years from the conclusion of the ensuing AGM till the conclusion of the 35th AGM of the Company to be held in the financial year 2030-31 (audit period covering the financial years from 2025-26 to 2029-30) for carrying out the Secretarial Audit.
- b) Re-appointment of M/s. TR Chaddha & Co. LLP, as the Internal Auditors of the Company for carrying out the Internal Audit for the financial year 2025-26.

2. Re-appointment of Directors:

Basis recommendation of the Nomination and Remuneration Committee

- a) Re-appointment of Mr. Sanjeev Bikhchandani (DIN: 00065640) as Executive Vice Chairman & Whole-time Director of the Company for a further period of 5 (five) years, i.e. from April 27, 2026 to April 26, 2031 (both days inclusive), not liable to retire by rotation, subject to approval of Members of the Company at the ensuing AGM.

Mr. Bikhchandani was earlier appointed for a period of 5 (five) years from April 27, 2021 to April 26, 2026 at the 25th AGM of the Company held on September 22, 2020. It may be noted that Mr. Bikhchandani is not related with any member of the Board of directors and meets all the criteria to be appointed as a Whole-time Director under applicable laws including circulars issued by the stock exchanges from time to time.

Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 has been obtained from Mr. Bikhchandani confirming that he has not been debarred from holding office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

- b) Re-appointment of Mr. Hitesh Oberoi (DIN: 01189953) as Managing Director & Chief Executive Officer of the Company for a further period of 5 (five) years, i.e. from April 27, 2026 to April 26, 2031 (both days inclusive), liable to retire by rotation, subject to approval of Members of the Company at the ensuing AGM.

Mr. Oberoi was earlier appointed for a period of 5 (five) years from April 27, 2021 to April 26, 2026 at the 25th AGM of the Company held on September 22, 2020. It may be noted that Mr. Oberoi is not related with any member of the Board of directors and meets all the criteria to be appointed as Managing Director and Chief Executive Officer under applicable laws including circulars issued by the stock exchanges from time to time.

Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 has been obtained from Mr. Oberoi that he has not been debarred from holding office of a Whole-time Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

3. Investment in wholly owned subsidiary of the Company:

Investment of an amount of about Rs. 300 Crores in Startup Internet Services Ltd., a wholly owned subsidiary of the Company.

Further, the details as required in terms of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 in relation to the above referred items are enclosed as Annexure A, B and C to this intimation.

The exchanges are also informed that the Board Meeting commenced at 10:00 a.m. and concluded at 04:40 p.m.

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

We request you to kindly take the above on record.

Thanking You,

Yours faithfully,

For **Info Edge (India) Limited**

Jaya Bhatia
Company Secretary & Compliance Officer

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

1. Appointment/Re-appointment of Auditors:

S.No.	Particulars	Appointment of Secretarial Auditors of the Company	Re-appointment of Internal Auditors of the Company
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of M/s. Chandrasekaran Associates, Company Secretaries [Firm registration number: P1988DE002500] as the Secretarial Auditors of the Company.	Re-appointment of M/s. TR Chaddha & Co. LLP, as the Internal Auditors of the Company for carrying out the Internal Audit for the financial year 2025-26.
2.	Date of appointment/re-appointment/cessation & term of appointment/re-appointment	The Board at its meeting held today, i.e. on May 27, 2025, subject to approval of the Members at the ensuing Annual General Meeting, approved the appointment of M/s. Chandrasekaran Associates, Company Secretaries as Secretarial Auditors, for a term of 5 (five) consecutive years from the conclusion of the ensuing Annual General Meeting till the conclusion of the 35 th Annual General Meeting of the Company to be held in the financial year 2030-31 (audit period covering the financial years from 2025-26 to 2029-30) for carrying out the Secretarial Audit.	The Board at its meeting held today, i.e. on May 27, 2025, approved the re-appointment of M/s. TR Chaddha & Co. LLP, as the Internal Auditors of the Company for carrying out the Internal Audit for the financial year 2025-26.
3.	Brief Profile (in case of appointment)	<p>M/s. Chandrasekaran Associates is a well-known firm of Practising Company Secretaries with geographical footprints across India.</p> <p>Peer and Quality Reviewed by the Institute of Company Secretaries of India (ICSI), the firm has a rich legacy spanning over three decades.</p> <p>The firm has expertise in the area of secretarial audit, due diligence, assurance audit, corporate compliance management,</p>	M/s. TR Chaddha & Co. LLP is a chartered accountancy firm, having professional experience of more than 78 years. The firm has been providing industry expertise to numerous multinationals as well as reputed Indian companies.

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		<p>representation services and transaction advisory services to corporates on various matters.</p> <p>The firm also delivers expertise and knowledge through diverse services in the field of corporate laws including the SEBI and FEMA regulations and also provides strategic solutions for regulatory adherence and operational efficiency to a diverse set of corporate clients.</p>	
4.	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable	Not Applicable

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

2. Re-appointment of Directors:

S.No.	Particulars	Re-appointment of Mr. Sanjeev Bikhchandani as Executive Vice Chairman & Whole-time Director of the Company	Re-appointment of Mr. Hitesh Oberoi as Managing Director & Chief Executive Officer of the Company
1.	Reason for change viz. appointment , re-appointment, resignation, removal, death or otherwise;	Re-appointment of Mr. Sanjeev Bikhchandani as Executive Vice Chairman & Whole-time Director.	Re-appointment of Mr. Hitesh Oberoi as Managing Director & Chief Executive Officer of the Company.
2.	Date of appointment/ re-appointment/ cessation & term of appointment/ re-appointment	The Board at its meeting held today, i.e. on May 27, 2025, approved the re-appointment of Mr. Sanjeev Bikhchandani as Executive Vice Chairman & Whole-time Director of the Company for a further period of five years, i.e. from April 27, 2026 to April 26, 2031 (both days inclusive), not liable to retire by rotation, subject to the approval of Members of the Company at the ensuing Annual General Meeting.	The Board at its meeting held today, i.e. on May 27, 2025, approved the re-appointment of Mr. Hitesh Oberoi as Managing Director & Chief Executive Officer of the Company for a further period of five years, i.e. from April 27, 2026 to April 26, 2031 (both days inclusive), liable to retire by rotation, subject to the approval of Members of the Company at the ensuing Annual General Meeting.
3.	Brief Profile (in case of re-appointment)	<p>Mr. Sanjeev Bikhchandani is the Founder of the Company.</p> <p>He is active in various industry forums and is a contributor to the entrepreneurship ecosystem. He also served as the President of the Delhi chapter of TiE (The Indus Entrepreneurs).</p> <p>He serves as a Member of the Council of Management of All India Management Association. He has been Chair of the Internet Council of NASSCOM. He has also served on the Venture Capital Investment Committee for the SIDBI Fund of Funds for startups. He is a member of the Board of the CIIE Initiatives at IIM Ahmedabad. He is also a</p>	<p>Mr. Hitesh Oberoi is a Co-promoter, Managing Director and CEO of the Company. With over 24 years of experience in the internet industry, he is part of various industry forums. He is a Board member of the TiE (The Indus Entrepreneurs), New Delhi and also the past Chairman of IAMAI – The Internet and Mobile Association of India.</p> <p>An alumnus of IIT Delhi and IIM Bangalore, he, along with his partner, Mr. Sanjeev Bikhchandani, won the ‘Ernst and Young – Entrepreneur of the Year’ award in 2008 for Business Transformation.</p>

		<p>member of the National Startup Advisory Council.</p> <p>Apart from this, he is engaged in philanthropy and is a founding trustee of Ashoka University.</p> <p>He, along with his partner, Mr. Hitesh Oberoi, won the “Ernst and Young – Entrepreneur of the Year” award in 2008 for Business Transformation. He also won the Dataquest Pathbreaker Award & the Teacher’s Achievement Award for Business in the same year. In 2011, he was conferred the distinguished Alumnus award by IIM Ahmedabad and in 2012 he was honoured with the CF Andrews distinguished Alumnus award by St. Stephen’s College. He is the recipient of the Lakshmipat Singhanian – IIM Lucknow National Leadership Award, as Young Leader in the Business Category for the year 2012. In April 2017, Outlook Magazine selected him as one of India’s fifty greatest CEOs ever. In 2019, he received Lifetime Achievement Award in IT given by the Financial Express. In January 2020, he was bestowed with Padma Shree by the Government of India. He was also honoured with the Pride of India Award for Lifetime Achievement from Chiratae Ventures in 2021 and in December of the same year he was awarded an honorary doctorate by Amity University. In January 2022 he received the Midas Touch Award at the “ET Start-Up Awards 2021”. Recently he was honoured with North Star Award 2022 by Old Columbans Association.</p>	<p>Mr. Oberoi has also received Distinguished Alumni award from IIM Bangalore in 2019 and from IIT Delhi in 2021. He is also one of the founders and on Board of Trustees of Ashoka University and Plaksha University.</p>
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4.	Disclosure of relationships between Directors (in case of re-appointment of a director)	Mr. Sanjeev Bikhchandani is not related to any Director(s) of the Company.	Mr. Hitesh Oberoi is not related to any Director(s) of the Company.
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3. Investment in Startup Internet Services Ltd., wholly owned subsidiary of the Company:

Sl. No.	Particulars	Details									
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Startup Internet Services Ltd. (“SISL”)</p> <p>Address: Ground Floor, 12A 94, Meghdoot, Nehru Place Delhi- 110019</p> <table border="1"> <thead> <tr> <th colspan="3">Details as on March 31, 2025 (Rs. in crores)</th></tr> <tr> <th>Turnover</th><th>PAT</th><th>Networth</th></tr> </thead> <tbody> <tr> <td>Nil</td><td>0.63</td><td>3.68</td></tr> </tbody> </table>	Details as on March 31, 2025 (Rs. in crores)			Turnover	PAT	Networth	Nil	0.63	3.68
Details as on March 31, 2025 (Rs. in crores)											
Turnover	PAT	Networth									
Nil	0.63	3.68									
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>The Company already holds 100% stake in SISL on fully converted and diluted basis. Accordingly, it is a wholly-owned subsidiary of the Company and hence falls in the category of a related party as on the date of making this investment.</p> <p>Promoters of the Company have no interest in the said investment.</p> <p>The transaction is done at Arm’s Length basis.</p>									
3.	Industry to which the entity being acquired belongs	SISL is engaged in the business of providing all kind and types of internet, computer, electronic and related services.									
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity.	The present investment would help SISL to explore investment opportunities including contribution to AIF(s) and other general purposes.									
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	Not Applicable									
6.	Indicative time period for completion of acquisition	Within 6 months from the approval by Company.									
7.	Consideration- whether cash consideration or share swap or any other form and details of the same.	Cash Consideration									

8.	Cost of acquisition and/or the price at which the shares are acquired.	About Rs. 300 Crores						
9.	Percentage of shareholding/control acquired and/ or number of shares acquired.	The Company has agreed to acquire 3,00,00,000 Compulsorily Convertible Debentures (“CCDs”) having face value of Rs. 100/- each. Post this investment, SISL remains the wholly-owned subsidiary of the Company.						
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	<p><u>Brief Background:</u> SISL was incorporated on October 5, 2015 and is engaged in the business of providing all kind and types of internet, computer, electronic and related services.</p> <p><u>Date of Incorporation:</u> October 05, 2015</p> <p><u>Country in which the acquired entity has presence:</u> India</p> <p><u>Last three years turnover (Rs. in crores):</u></p> <table> <tr> <th>2024-25</th><th>2023-24</th><th>2022-2023</th></tr> <tr> <td>Nil</td><td>Nil</td><td>Nil</td></tr> </table>	2024-25	2023-24	2022-2023	Nil	Nil	Nil
2024-25	2023-24	2022-2023						
Nil	Nil	Nil						