

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Info Edge (India) Limited**  
 2. Quarter ending - **31-March-2020**

<b>i. Composition of Board of Directors</b>															
Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure (in months)	Date of Birth	Whether Special Resolution passed ? (Refer Reg. 17 (1A) of Listing Regulations)	Date of passing Special Resolution	No. of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Kapil Kapoor	00178966	██████████	C & NED	01-10-02	13-08-19			06-08-64	No	-	2	1	2	1
Mr.	Sanjeev Bikhchandani	00065640	██████████	ED	01-05-95	27-04-16			29-06-63	NA	-	1	0	0	0
Mr.	Hitesh Oberoi	01189953	██████████	CEO & MD	25-05-01	27-04-16			05-06-72	NA	-	1	0	0	0
Mr.	Chintan Thakkar	00678173	██████████	ED & CFO	16-10-14	16-10-19			30-09-66	NA	-	1	0	1	0
Mr.	Sharad Malik	07045964	██████████	ID	16-12-14	16-12-19	15-12-24	63	01-12-63	No	-	1	1	1	0
Mr.	Saurabh Srivastava	00380453	██████████	ID	12-06-06	01-04-19	31-03-23	72	04-03-46	No	-	3	3	4	1
Mr.	Naresh Gupta	00172311	██████████	ID	29-10-07	01-04-19	31-03-23	72	20-09-66	No	-	2	2	2	0
Ms.	Bala C Deshpande	00020130	██████████	ID	06-09-05	01-04-19	31-03-22	72	15-04-66	No	-	3	3	3	1
Mr.	Ashish Gupta	00521511	██████████	ID	21-07-17	21-07-17	20-07-22	32	18-12-66	No	-	2	2	0	0
Ms.	Geeta Mathur	02139552	██████████	ID	28-05-19	28-05-19	27-05-24	10	21-11-66	No	-	5	5	9	3

<b>Company Remarks</b>	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

## II. Composition of Committees

<b>Audit Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Geeta Mathur*	ID	Chairperson	13-August-2019	
2	Saurabh Srivastava	ID	Member	19-January-2015	
3	Naresh Gupta	ID	Member	19-January-2015	
4	Sharad Malik	ID	Member	19-January-2015	

\* Ms. Geeta Mathur has been appointed as a Chairperson of the Audit Committee w.e.f. November 12, 2019.

Company Remarks	
Whether Regular chairperson appointed	Yes

<b>Stakeholders' Relationship Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Kapil Kapoor	C & NED	Chairperson	16-October-2014	
2	Bala C Deshpande	ID	Member	16-October-2014	
3	Chintan Thakkar	ED	Member	16-October-2014	

Company Remarks	
Whether Regular chairperson appointed	Yes

<b>Risk Management Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Chintan Thakkar	ED	Chairperson	16-March-2015	
2	Sanjeev Bikhchandani	ED	Member	16-March-2015	
3	Hitesh Oberoi	ED	Member	16-March-2015	

Company Remarks	
Whether Regular chairperson appointed	Yes

<b>Nomination and Remuneration Committee</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Saurabh Srivastava	ID	Chairperson	21-January-2014	
2	Kapil Kapoor	C & NED	Member	21-January-2014	
3	Bala C Deshpande	ID	Member	21-January-2014	

Company Remarks	
Whether Regular chairperson appointed	Yes

### **Corporate Social Responsibility Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Saurabh Srivastava	ID	Chairperson	16-October-2014	
2	Sanjeev Bikhchandani	ED	Member	16-October-2014	
3	Hitesh Oberoi	ED	Member	16-October-2014	
4	Chintan Thakkar	ED	Member	16-October-2014	

Company Remarks	
Whether Regular chairperson appointed	Yes

### **III. Meeting of Board of Directors**

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>No of Directors' Present*</i>	<i>No of Independent Directors' attending the meeting*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
12-November-2019	18-January-2020	Yes	9	5	25
23-December-2019	12-February-2020	Yes	9	5	24

\*Attendance details of Current Quarter meeting(s).

<b>IV. Meeting of Committees</b>						
<i>Name of Committee</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>No of Directors' Present*</i>	<i>No of Independent Directors' attending the meeting*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	12-November-2019 23-December-2019	18-January-2020 12-February-2020	Yes Yes	4 3	4 3	25 24
Stakeholders' Relationship Committee	12-November-2019	12-February-2020	Yes	3	1	91
Nomination & Remuneration Committee	12-November-2019	12-February-2020	Yes	3	2	91
Corporate Social Responsibility Committee	12-November-2019	12-February-2020	Yes	4	1	91
Risk Management Committee	11-November-2019	11- February -2020	Yes	3	0	91

\*Attendance details of Current Quarter meeting(s).

<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee – **Yes**
  - d. Risk management committee - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

**The report for the previous quarter i.e. 31<sup>st</sup> December, 2019 was placed before the Board in its meeting held on 12<sup>th</sup> February, 2020. The Board took due note of the same. The current report shall be placed before the Board in its ensuing meeting to be held on or before 30<sup>th</sup> June, 2020.**



**Name : MM Jain**  
**Designation : Company Secretary**

**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	
New name and the old name of the listed entity	Not Applicable	
Advertisements as per Regulation 47 (1)	Yes	
Credit ratings or revision in credit rating obtained	Not Applicable	
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	
Materiality policy as per Regulation 30	Yes	
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	
It is certified that these contents on the website of the listed entity are correct	Yes	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>

<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Quorum of Board Meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Recommendation of Board</i>	17(11)	Yes
<i>Maximum number of Directorships</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes
<i>Quorum of nomination &amp; remuneration committee</i>	19(2A)	Yes
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) , 20(2) & 20 (2A)	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	20(3A)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Meeting of risk management committee</i>	21 (3A)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes

<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable
<i>Maximum Tenure</i>	25(2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Declaration from independent directors</i>	25(8) & (9)	Yes
<i>D &amp; O Insurance for independent directors</i>	25(10)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

**Name** : MM Jain  
**Designation** : Company Secretary



