

∅ INFO EDGE ∅

INFO EDGE (INDIA) LTD.

Date: July 23, 2017

Department of Corporate Services, Bombay Stock Exchange Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 532777	Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Scrip Code: NAUKRI
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Subject: Declaration of Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR")

Dear Sir/Madam,

In terms of Regulation 44(3) of LODR, we furnish the voting results of the 22nd Annual General Meeting of the Company held on 21st July, 2017 at 4:30 PM at Sri Sathya Sai International Centre, Bhisham Pitamah Marg, Lodhi Road, New Delhi-110003.

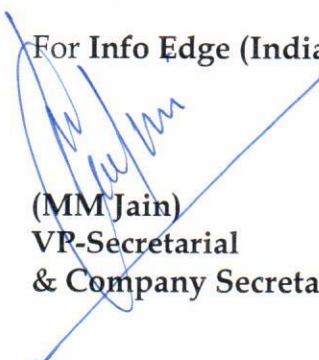
Also, enclosed is the Consolidated Report of the Scrutinizer containing the Agenda wise Results of the Remote E-voting conducted during the period from 17th July, 2017 to 20th July, 2017, physical ballots received till 20th July, 2017 and voting on Poll at the venue of the AGM.

In accordance with the Scrutinizer's Report, countersigned by the Authorized Director of the Company, all resolutions set out in the Notice of 22nd Annual General Meeting have been duly approved by the shareholders with requisite majority.

You are requested to take the same on record.

Thanking you,

For Info Edge (India) Limited,


(MM Jain)
VP-Secretarial
& Company Secretary

Corporate Office : B-8, Sector - 132, Noida - 201304, 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

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INFO EDGE (INDIA) LTD.

Pursuant to regulation 44(3) of the SEBI's (Listing Obligation and Disclosure Requirements) Regulations, 2015 the results of voting (both physical and electronic) are as under:

Date of the AGM	Friday, July 21, 2017
Total number of shareholders on record/cut - off date, i.e. July 14, 2017	15,089
No. of Shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	7
Public	838
Total	845
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	NA
Public	NA
Total	NA



Resolution 1

Resolution Required (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution			No					
Description of the Resolution Considered			To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2017 and the Report of the Auditors thereon.					
Category	Mode of Voting	Number of shares held (1)	Number 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	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	50900964	50900964	100.00	50900964	0	100.00	0.00
	Total	50900964	50900964	100.00	50900964	0	100.00	0.00
Public- Institutions	E-Voting	40435282	40435282	100.00	40435282	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	40435282	40435282	100.00	40435282	0	100.00	0.00
Public- Non Institutions	E-Voting	46852	46852	100.00	46752	100	99.79	0.21
	Poll	388	377	97.16	375	0	99.47	0.00
	Postal Ballot (if applicable)	3769944	3769944	100.00	3769944	0	100.00	0.00
	Total	3817184	3817173	100.00	3817071	100	100.00	0.00
	Total	95153430	95153419	100.00	95153317	100	100.00	0.00



Resolution 2

Resolution Required (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Description of the Resolution Considered		To declare a final dividend of Rs.1.5/- per equity share of Rs. 10 each fully paid up, and to confirm the two interim dividends of Rs.1.5/- per equity share of Rs. 10 each fully paid up, already paid, for the year ended March 31, 2017.						
Category	Mode of Voting	Number of shares held (1)	Number 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	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	50900964	50900964	100.00	50900964	0	100.00	0.00
	Total	50900964	50900964	100.00	50900964	0	100.00	0.00
Public- Institutions	E-Voting	40435282	40435282	100.00	40435282	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	40435282	40435282	100.00	40435282	0	100.00	0.00
Public- Non Institutions	E-Voting	46852	46852	100.00	46752	100	99.79	0.21
	Poll	388	377	97.16	375	0	99.47	0.00
	Postal Ballot (if applicable)	3769944	3769944	100.00	3769944	0	100.00	0.00
	Total	3817184	3817173	100.00	3817071	100	100.00	0.00
Total	Total	95153430	95153419	100	95153317	100	100.00	0.00



Resolution 3

Resolution Required (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Description of the Resolution Considered		To appoint a Director in place of Mr. Chintan Thakkar (DIN- 00678173), who retires by rotation, and being eligible, offers himself for re-appointment.						
Category	Mode of Voting	Number of shares held (1)	Number 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	0	0	0.00	0	0	0	0.00
	Poll	0	0	0.00	0	0	0	0.00
	Postal Ballot (if applicable)	50900964	50900964	100.00	50900964	0	100	0.00
	Total	50900964	50900964	100.00	50900964	0	100	0.00
Public- Institutions	E-Voting	40435282	40435282	100.00	40428724	6558	99.98	0.02
	Poll	0	0	0.00	0	0	0	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0	0.00
	Total	40435282	40435282	100.00	40428724	6558	99.98	0.02
Public- Non Institutions	E-Voting	46852	46852	100.00	46721	131	99.72	0.28
	Poll	388	377	97.16	375	0	99.47	0.00
	Postal Ballot (if applicable)	3769944	3769944	100.00	3769944	0	100	0.00
	Total	3817184	3817173	100.00	3817040	131	100.00	0.00
	Total	95153430	95153419	100	95146728	6689	100.00	0.00



Resolution 4

Resolution Required (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Description of the Resolution Considered		To approve the appointment of Auditors and to fix their remuneration						
Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	50900964	50900964	100.00	50900964	0	100.00	0.00
	Total	50900964	50900964	100.00	50900964	0	100.00	0.00
Public- Institutions	E-Voting	40435282	40435282	100.00	40435282	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	40435282	40435282	100.00	40435282	0	100.00	0.00
Public- Non Institutions	E-Voting	46827	46827	100.00	46722	105	99.78	0.22
	Poll	388	377	97.16	375	0	99.47	0.00
	Postal Ballot (if applicable)	3769944	3769944	100.00	3769944	0	100.00	0.00
	Total	3817159	3817148	100.00	3817041	105	100.00	0.00
		95153405	95153394	100.00	95153287	105	100.00	0.00



Resolution 5

Resolution Required (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Description of the Resolution Considered		To appoint Branch Auditors and to fix their remuneration						
Category	Mode of Voting	Number of shares held (1)	Number 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	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	50900964	50900964	100.00	50900964	0	100.00	0.00
	Total	50900964	50900964	100.00	50900964	0	100.00	0.00
Public- Institutions	E-Voting	40435282	40435282	100.00	40435282	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	40435282	40435282	100.00	40435282	0	100.00	0.00
Public- Non Institutions	E-Voting	46852	46852	100.00	46752	100	99.79	0.21
	Poll	388	377	97.16	375	0	99.47	0.00
	Postal Ballot (if applicable)	3769944	3769944	100.00	3769944	0	100.00	0.00
	Total	3817184	3817173	100.00	3817071	100	100.00	0.00
	Total	95153430	95153419	100.00	95153317	100	100.00	0.00



Scrutinizer's Report on remote e-voting and voting at the Annual General Meeting

The Chairman
22nd Annual General Meeting of the Equity Shareholders of
Info Edge (India) Ltd.

Date of Meeting: July 21, 2017
Day of Meeting: Friday
Time of Meeting: At 04:30 P.M.
Venue of the Meeting: Sri Sathya Sai International Centre, Bhisham Pitamah Marg, Lodhi
Road, New Delhi-110003

Dear Sir,

I, Dr. S. Chandrasekaran, Senior Partner of M/s. Chandrasekaran Associates, Company Secretaries having its office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s. Info Edge (India) Limited ("Company") for remote e-voting and voting by postal ballot and poll at the 22nd Annual General Meeting ("AGM") in respect of the below mentioned resolutions considered at the Meeting of the Equity Shareholders of the Company as per notice dated May 29, 2017.

The Notice dated May 29, 2017 convening the Meeting was sent to the shareholders on June 27, 2017 in respect of the proposed resolutions considered at the Meeting of the Equity Shareholders of the Company held on July 21, 2017.

The Company has availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the equity shareholders of the Company.

The remote e-voting period remained open from Monday, July 17, 2017 (9:00 am) and concluded on Thursday, July 20, 2017 (5:00 pm).

The shareholders holding shares as on Friday, July 14, 2017 (Cut-off date) were entitled to vote on the proposed resolutions as set out in the Notice of the Meeting of the Company.

Further, the Chairman announced the poll at the Meeting for the Shareholders who have attended the meeting and have not cast their vote earlier through remote e-voting and postal ballot.

Counter Signed by :



(CHINTAN THAKKAR)
*Whole-time Director & CFO
(Authorized Director)*



11-F, Pocket-IV, Mayur Vihar Phase-I, Delhi-110 091.

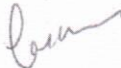
Phone : 2271 0514, 2271 3708, E-mail : info@cacsindia.com, visit us at : www.cacsindia.com

After the time fixed for voting through poll at AGM venue, i.e. between 4:45 P.M to 5:45 P.M, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link In time India Private Limited; Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

The votes were unblocked on Friday, July 21, 2017 around 5:39 P.M in the presence of two witnesses, Mr. Shashikant Tiwari R/o, C-242A, Pandav Nagar, Delhi-110092 and Mr. Lakhan Gupta R/o F-8, Vijay Block, Laxmi Nagar, Delhi-110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Shashikant Tiwari


Lakhan Gupta

The Register of Voting, i.e. vote cast through remote e-voting, postal ballot and voting through poll at AGM marked as Annexure-A.

The votes cast through ballot papers, postal ballot and remote e-voting which were incomplete and/ or otherwise found defective have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made thereunder relating to postal ballots and remote e-voting on the resolution contained in the notice of the Annual General meeting.

My responsibility as scrutinizer for the ballot paper, postal ballot and remote e-voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.

Based on the data downloaded from official website of NSDL for the remote e-voting process and further based on the votes cast through postal ballot and poll at the AGM, we now submit our consolidated report as under:

1. The result of the voting as per aforesaid Register is as under:

Resolution-1: To receive, consider and adopt: (Ordinary Resolution)

- a. the Audited Standalone Financial Statements of the Company for the year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2017 and the Report of the Auditors thereon.



a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	174	40482034	100.00
Postal Ballot	23	54670908	54670908	23	54670908	100.00
Poll	94	388*	375	90	375	100.00
Total	292	95153430	95153417	287	95153317	100.00

*Out of these Shares 6 Shareholders holding 9 Shares have partially voted

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	1	100	0.00
Postal Ballot	23	54670908	54670908	0	0	0.00
Poll	94	388	375	0	0	0.00
Total	292	95153430	95153417	1	100	0.00

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Postal Ballot	0	0
Poll	4*	4
Total	4	4

* Out of 4 Shareholder's 1 shareholder holding 2 Shares has not exercised his vote



Resolution-2: To declare a final dividend of Rs.1.5/- per equity share of Rs. 10 each fully paid up, and to confirm the two interim dividends of Rs.1.5/- per equity share of Rs. 10 each fully paid up, already paid, for the year ended March 31, 2017: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	174	40482034	100.00
Postal Ballot	23	54670908	54670908	23	54670908	100.00
Poll	94	388*	375	90	375	100.00
Total	292	95153430	95153417	287	95153317	100.00

*Out of these Shares 6 Shareholders holding 9 Shares have partially voted

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	1	100	0.00
Postal Ballot	23	54670908	54670908	0	0	0.00
Poll	94	388	375	0	0	0.00
Total	292	95153430	95153417	1	100	0.00

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Postal Ballot	0	0
Poll	4*	4
Total	4	4

* Out of 4 Shareholder's 1 shareholder holding 2 Shares has not exercised his vote



Resolution-3: To appoint a Director in place of Mr. Chintan Thakkar (DIN-00678173), who retires by rotation, and being eligible, offers himself for re-appointment: (Ordinary resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	169	40475445	99.98
Postal Ballot	23	54670908	54670908	23	54670908	100.00
Poll	94	388*	375	90	375	100.00
Total	292	95153430	95153417	282	95146728	99.99

*Out of these Shares 6 Shareholders holding 9 Shares have partially voted

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	6	6689	0.02
Postal Ballot	23	54670908	54670908	0	0	0.00
Poll	94	388	375	0	0	0.00
Total	292	95153430	95153417	6	6689	0.01

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Postal Ballot	0	0
Poll	4*	4
Total	4	4

* Out of 4 Shareholder's 1 shareholder holding 2 Shares has not exercised his vote



Resolution-4: To approve the appointment of Auditors and to fix their remuneration: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	174	40482109	40482109	172	40482004	100.00
Postal Ballot	23	54670908	54670908	23	54670908	100.00
Poll	94	388*	375	90	375	100.00
Total	291	95153405	95153392	285	95153287	100.00

*Out of these Shares 6 Shareholders holding 9 Shares have partially voted

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	174	40482109	40482109	2	105	0.00
Postal Ballot	23	54670908	54670908	0	0	0.00
Poll	94	388	375	0	0	0.00
Total	291	95153405	95153392	2	105	0.00

c)* Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Postal Ballot	0	0
Poll	4*	4
Total	4	4

* Out of 4 Shareholder's 1 shareholder holding 2 Shares has not exercised his vote



Resolution-5: To appoint Branch Auditors and to fix their remuneration:(Ordinary Resolution)

a) Votes in favour of the resolution

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	174	40482034	100.00
Postal Ballot	23	54670908	54670908	23	54670908	100.00
Poll	94	388*	375	90	375	100.00
Total	292	95153430	95153417	287	95153317	100.00

*Out of these Shares 6 Shareholders holding 9 Shares have partially voted

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	175	40482134	40482134	1	100	0.00
Postal Ballot	23	54670908	54670908	0	0	0.00
Poll	94	388	375	0	0	0.00
Total	292	95153430	95153417	1	100	0.00

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Postal Ballot	0	0
Poll	4*	4
Total	4	4

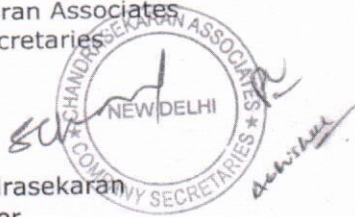
* Out of 4 Shareholder's 1 shareholder holding 2 Shares has not exercised his vote



2. The ballot papers and all other papers and relevant records were sealed and handed over to the Chairman of the Company for safe keeping.
3. The Chairperson may accordingly declare the result of votes casted by voting process at the meeting.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries



Dr. S. Chandrasekaran
Senior Partner
Membership No.: F1644
CP No.: 715

Date: 22.07.2017
Place: Delhi