

Date: February 13, 2024

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

Subject: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) for Re-appointment of Independent Director of the Company

Dear Sir/ Madam,

Pursuant to the requirements of Regulation 30 read with Schedule III Part A Para A (7) of SEBI Listing Regulations, the Board of Directors of the Company at their meeting held today i.e. February 13, 2024, based on the recommendations of the Nomination and Remuneration Committee, *inter alia*, approved the re-appointment of Ms. Geeta Mathur (DIN: 02139552) as an Independent Director of the Company for a second term of 5 (five) years, with effect from May 28, 2024 to May 27, 2029, subject to approval of the members of the Company through postal ballot process.

Ms. Mathur was earlier appointed for a term of 5 (five) years from May 28, 2019 and her term was due to end on May 27, 2024.

It may be noted that Ms. Mathur is not related with any member of the Board of directors and meets all the criteria to be appointed as an independent 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 that Ms. Mathur 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.

The relevant details of the re-appointment of Ms. Geeta Mathur in terms of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 in relation to the above re-appointment is enclosed as Annexure A to this intimation.

The Postal Ballot Notice shall be sent to the shareholders in due course and the same shall be filed with the exchanges.

The meeting of the Board commenced at 10.30 a.m. and concluded at 03.45 p.m.

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

Thanking You.

Yours faithfully,
For **Info Edge (India) Ltd.**

Jaya Bhatia
Company Secretary & Compliance Officer



Annexure A

Disclosure of information pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD PoD1/P/CIR/2023/123 dated July 13, 2023

Re-Appointment of Ms. Geeta Mathur (DIN: 02139552) as an Independent Director of the Company

S.No.	Particulars	Information
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Re-appointment of Ms. Geeta Mathur, who holds the office as an Independent Director of the Company up to May 27, 2024, as an Independent Director of the Company for a second consecutive term, of five years, with effect from May 28, 2024 to May 27, 2029 (both days inclusive), subject to the approval of members of the Company.
2.	Date of appointment/ re-appointment/cessation & term of appointment/re-appointment	The Board of Directors of the Company have, today, on February 13, 2024, approved the re-appointment of Ms. Geeta Mathur as an Independent Director of the Company for a second term, of five years, with effect from May 28, 2024 to May 27, 2029 (both days inclusive), subject to the approval of members of the Company.
3.	Brief Profile (in case of re-appointment)	<p>Ms. Geeta Mathur is a chartered accountant, with over 25 years of experience in banking, risk management and treasury in large organizations. She helped in formulating and financing risk mitigated growth strategies.</p> <p>Ms. Mathur started her career with ICICI, where she worked for over 10 years in the field of project, corporate and structured finance. She represented ICICI on the Board of reputed companies such as Eicher Motors, Siel Limited etc. She then worked in various capacities in large organizations such as IBM and Emaar MGF across areas of Corporate Finance, Treasury, Risk Management and Investor relations. Ms. Mathur has a strong understanding of systems, including IT systems and processes for efficient budgeting and working capital management.</p> <p>Ms. Mathur transitioned to the development sector and worked as CFO of Helpage India, one of the largest and oldest national level NPO in India. She brought about systemic changes in the financial management systems including transition to Oracle ERP and won several awards for presentation and transparency in presentation of Accounts during her tenure.</p>

		Ms. Mathur currently serves as an Independent Director in various large listed Companies. She is a member of /chairs Audit Committees/Risk Management Committees /Nomination and Remuneration Committees. Ms. Mathur's exposure to multiple industries and disciplines helps her cross pollinate ideas and contribute effectively as a Board Member. She is the co-chair of the India chapter of Women Corporate Directors Foundation, a US based organization with a mission to foster a powerful, trusted community of influential women corporate directors.
4.	Disclosure of relationships between Directors (in case of re-appointment of a director)	Ms. Geeta Mathur is not related to any Director(s) of the Company