

Corporate Governance Report

1. Name of Listed Entity: **Info Edge (India) Limited**
 2. Quarter ending: **31-December-2022**

I. Composition of Board of Directors																				
Title (Mr./Ms)	Name of the Director	PAN & DIN	Disqualification of Directors under section 164 of the Companies Act, 2013					Current status	"Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]"	Date of passing special resolution	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-Appointment)	Date of cessation	Tenure of Director (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1) of Listing Regulations]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1) of Listing Regulations]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
			Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification														
Mr.	Kapil Kapoor	AGIPK8588K, 00178966	No	NA	NA	NA	Active	NA	-	C & NED	01-10-02	26-08-22			06-08-64	2	1	3	1	
Mr.	Sanjeev Bikhchandani	AAGPB4511R, 00065640	No	NA	NA	NA	Active	NA	-	ED	01-05-95	27-04-21			29-06-63	2	0	2	1	
Mr.	Hitesh Oberoi	AAAPO5353J, 01189953	No	NA	NA	NA	Active	NA	-	CEO & MD	25-05-01	27-04-21			05-06-72	1	0	0	0	
Mr.	Chintan Thakkar	ACXPT0683P, 00678173	No	NA	NA	NA	Active	NA	-	ED & CFO	16-10-14	22-09-20			30-09-66	1	0	1	0	
Ms.	Bala C Deshpande	ABXPD4099A, 00020130	No	NA	NA	NA	Active	NA	-	NED	06-09-05	01-04-22	31-03-23		15-04-66	2	0	1	0	
Mr.	Sharad Malik	ANMPM0739R, 07045964	No	NA	NA	NA	Active	NA	-	ID	16-12-14	16-12-19	15-12-24	96	01-12-63	1	1	1	0	

Mr.	Saurabh Srivastava	ABEPS3593H, 00380453	No	NA	NA	NA	Active	Yes	22-09-20	ID	12-06-06	01-04-19	31-03-23	105	04-03-46	3	3	4	1
Mr.	Naresh Gupta	AFAPG6539D, 00172311	No	NA	NA	NA	Active	NA	-	ID	29-10-07	01-04-19	31-03-23	105	20-09-66	2	2	2	0
Mr.	Ashish Gupta	AHEPG4579R, 00521511	No	NA	NA	NA	Active	NA	-	ID	21-07-17	21-07-22	20-07-26	65	18-12-66	2	2	1	0
Ms.	Geeta Mathur	AAKPM7380D, 02139552	No	NA	NA	NA	Active	NA	-	ID	28-05-19	28-05-19	27-05-24	43	21-11-66	7	7	9	5

*For calculating No. of post of Chairperson in Audit/Stakeholder Committee, we are considering both listed and unlisted entities, as mentioned in Regulation 26(1) of Listing Regulations and FAQs

Company Remarks-	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

II. Composition of Committees							
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/Non-Executive /independent/ Nominee)	DIN Number	Chairperson/ Membership	Date of Appointment In Committee	Date of Cessation	Remarks
1. Audit Committee	Geeta Mathur	ID	02139552	Chairperson	13-August-2019	-	-
	Saurabh Srivastava	ID	00380453	Member	19-January-2015	-	
	Naresh Gupta	ID	00172311	Member	19-January-2015	-	
	Sharad Malik	ID	07045964	Member	19-January-2015	-	
Whether Regular chairperson appointed- Yes							
2. Nomination & Remuneration Committee	Saurabh Srivastava	ID	00380453	Chairperson	21-January-2014	-	-
	Kapil Kapoor	C & NED	00178966	Member	21-January-2014	-	
	Ashish Gupta	ID	00521511	Member	01-April-2022	-	
Whether Regular chairperson appointed- Yes							
3. Risk Management Committee	Geeta Mathur	ID	02139552	Chairperson	01-April-2021	-	-
	Chintan Thakkar	ED	00678173	Member	16-March-2015	-	
	Sanjeev Bikhchandani	ED	00065640	Member	16-March-2015	-	
	Hitesh Oberoi	ED	01189953	Member	16-March-2015	-	
	Ashish Gupta	ID	00521511	Member	01-April-2021	-	
Whether Regular chairperson appointed- Yes							
4. Stakeholders Relationship Committee	Kapil Kapoor	C & NED	00178966	Chairperson	16-October-2014	-	-
	Naresh Gupta	ID	00172311	Member	01-April-2022	-	
	Chintan Thakkar	ED	00678173	Member	16-October-2014	-	
Whether Regular chairperson appointed- Yes							
5. Corporate Social Responsibility Committee	Saurabh Srivastava	ID	00380453	Chairperson	16-October-2014	-	-
	Sanjeev Bikhchandani	ED	00065640	Member	16-October-2014	-	
	Hitesh Oberoi	ED	01189953	Member	16-October-2014	-	
	Chintan Thakkar	ED	00678173	Member	16-October-2014	-	
Whether Regular chairperson appointed- Yes							

III. Meeting of Board of Directors						
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Notes for not providing Date*	Whether requirement of Quorum met (Yes/No)*	Total Number of Directors as on date of the meeting*	Number of Directors Present* – All directors including Independent Directors#	Number of independent directors attending the meeting**
12-August-2022						
20-September-2022						
03-October-2022	12		Yes	10	10	5
11-November-2022	38		Yes	10	10	5
20-December-2022	38		Yes	10	8	4

*Attendance details of Current Quarter meeting(s).
#To be filled in only for the current quarter meeting(s).

IV. Meeting of Committees									
Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings in number of days	Name of other Committee	Reason for not providing date	Whether requirement of Quorum met	Total Number of Directors in the committee as on date of the meeting	Number of Directors Present- – All directors including Independent Directors*	No of Independent Directors' attending the meeting*	Number of members attending the meeting (other than Board of Directors)
Audit Committee	12-August-2022								
	20-September-2022								
	03-October-2022	12			Yes	4	4	4	0
	03-November-2022	30	NA	NA	Yes	4	4	4	0
	08-November-2022	4			Yes	4	4	4	0
	11-November-2022#				Yes	4	4	4	0
	20-December-2022	38			Yes	4	4	4	0

Stakeholders' Relationship Committee	12-August-2022 11-November-2022	90	NA	NA	Yes	3	3	1	0
Nomination & Remuneration Committee	12-August-2022 11-November-2022 20-December-2022	90 38	NA NA	NA NA	Yes Yes	3 3	3 2	2 1	0 0
Corporate Social Responsibility Committee	12-August-2022 11-November-2022	90	NA	NA	Yes	4	4	1	0
Risk Management Committee	08-October-2022	176	NA	NA	Yes	5	4	2	0

*Attendance details of Current Quarter meeting(s).

#Audit Committee meeting held on November 08, 2022 was adjourned to November 11, 2022 for taking up few agenda items.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	NA*	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-

*During the FY 2022-23, the Shareholders approval was obtained for Material Related Party Transactions on May 21, 2022 vide Postal Ballot dated April 15, 2022.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee : **Yes**
 - Nomination & remuneration committee : **Yes**
 - Stakeholders relationship committee : **Yes**
 - Risk management committee : **Yes**
- 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**
- 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**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **Yes**

6. Any comments/observations/advice of Board of Directors may be mentioned here:

The report for the previous quarter i.e. September 30, 2022 was placed before the Board in its meeting held on November 11, 2022. The Board took due note of the same.

The current report shall be placed before the Board in its next meeting.



Name :
Designation :

Jaya Bhatia
Company Secretary & Compliance Officer

Date: 19.01.2023
Place: Noida