

Corporate Governance Report

1. Name of Listed Entity: **Info Edge (India) Limited**
 2. Quarter ending: **31-December-2024**

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 or is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification														
Mr.	Kapil Kapoor	00178966	No	NA	NA	NA	Active	NA	-	C & NED	01-10-2002	01-10-2002			06-08-1964	2	1	3	0	
Mr.	Sanjeev Bikhchandani	00065640	No	NA	NA	NA	Active	NA	-	ED	01-05-1995	27-04-2021			29-06-1963	2	0	2	1	
Mr.	Hitesh Oberoi	01189953	No	NA	NA	NA	Active	NA	-	CEO & MD	25-05-2001	27-04-2021			05-06-1972	1	0	0	0	
Mr.	Chintan Thakkar	00678173	No	NA	NA	NA	Active	NA	-	ED & CFO	16-10-2014	16-10-2024			30-09-1966	1	0	1	0	
Mr.	Pawan Goyal	07614990	No	NA	NA	NA	Active	NA	-	ED	30-04-2023	30-04-2023			22-12-1970	1	0	0	0	
Mr.	Sharad Malik [§]	07045964	No	NA	NA	NA	Active	NA	-	ID	16-12-2014	16-12-2019	15-12-2024	119.29	01-12-1963	1	1	1	0	
Mr.	Ashish Gupta	00521511	No	NA	NA	NA	Active	NA	-	ID	21-07-2017	21-07-2022		89.10	18-12-1966	2	2	0	0	
Ms.	Geeta Mathur	02139552	No	NA	NA	NA	Active	NA	-	ID	28-05-2019	28-05-2024		67.03	21-11-1966	5	5	8	5	
Ms.	Aruna Sundararajan	03523267	No	NA	NA	NA	Active	NA	-	ID	11-02-2023	11-02-2023		22.20	12-07-1959	3	3	5	1	
Mr.	Arindam Bhattacharya	01570746	No	NA	NA	NA	Active	NA	-	ID	11-02-2023	11-02-2023		22.20	04-03-1962	4	4	5	0	
Mr.	Sanjiv Sachar	02013812	No	NA	NA	NA	Active	NA	-	ID	15-07-2023	15-07-2023		17.16	04-10-1957	2	2	2	0	

*For calculating No. of post of Chairperson in Audit/Stakeholder Committee, we are considering listed companies, unlisted public companies and deemed public companies as mentioned in Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and FAQs.

[§]Mr. Sharad Malik completed his second term as an Independent Director and consequently ceased to be a Director of the Company w.e.f. the close of business hours on December 15, 2024. The details of Mr. Sharad Malik reported above are as on December 15, 2024.

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	Chairperson/Membership	Date of Appointment In Committee	Date of Cessation	Remarks
1. Audit Committee	Sanjiv Sachar	ID	02013812	Chairperson	01-Jan-2024	-	-
	Geeta Mathur*	ID	02139552	Member	13-August-2019	31-Dec-2024	
	Sharad Malik*	ID	07045964	Member	19-January-2015	15-Dec-2024	
	Aruna Sundararajan*	ID	03523267	Member	16-December-2024	-	
	Arindam Kumar Bhattacharya	ID	01570746	Member	01-April-2023	-	
Whether Regular chairperson appointed- Yes							
2. Nomination & Remuneration Committee	Sharad Malik*	ID	07045964	Chairperson	01-April-2023	15-Dec-2024	-
	Kapil Kapoor	C & NED	00178966	Member	21-January-2014	-	
	Ashish Gupta*	ID	00521511	Chairperson	01-April-2022	-	
	Sanjiv Sachar	ID	02013812	Member	01-Jan-2024	-	
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	-	
	Arindam Kumar Bhattacharya	ID	01570746	Member	08-November-2023	-	
Whether Regular chairperson appointed- Yes							
4. Stakeholders Relationship Committee	Aruna Sundararajan	ID	03523267	Chairperson	01-April-2023	-	-
	Kapil Kapoor	C & NED	00178966	Member	16-October-2014	-	
	Chintan Thakkar	ED	00678173	Member	16-October-2014	-	
Whether Regular chairperson appointed- Yes							
5. Corporate Social Responsibility Committee	Geeta Mathur	ID	02139552	Chairperson	01-April-2023	-	-
	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							

*Note: 1. Mr. Sharad Malik, Non-Executive - Independent Director of the Company completed his second term as an Independent Director and consequently ceased to be a Director of the Company and member of Audit Committee and Nomination and Remuneration Committee w.e.f. the close of business hours on December 15, 2024.

2. Ms. Geeta Mathur, Non-Executive - Independent Director of the Company ceased to be member of the Audit Committee of the Company w.e.f. December 31, 2024.

3. Ms. Aruna Sundararajan, Non-Executive - Independent Director of the Company was inducted as the member of Audit Committee of the Company w.e.f. December 16, 2024.

4. Mr. Ashish Gupta, Non-Executive - Independent Director of the Company was appointed as the Chairperson of Nomination and Remuneration Committee of the Company w.e.f. December 16, 2024.

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**
09-Aug-2024 09-Sep-2024 08-Nov-2024	30 59	-	Yes Yes Yes	11 11 11	11 11 11	6 6 6

*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	09-Aug-2024		NA	NA	Yes	4	4	4	0
	09-Sep-2024	30	NA	NA	Yes	4	4	4	0
	08-Nov-2024	59	NA	NA	Yes	4	4	4	0
Stakeholders' Relationship Committee	07-Aug-2024		NA	NA	Yes	3	3	1	0
	08-Nov-2024	92	NA	NA	Yes	3	3	1	0
Nomination & Remuneration Committee	09-Aug-2024		NA	NA	Yes	4	4	3	0
	09-Sep-2024	30	NA	NA	Yes	4	4	3	0
	07-Nov-2024	58	NA	NA	Yes	4	4	3	0
Corporate Social Responsibility Committee	09-Aug-2024		NA	NA	Yes	4	4	1	0
	07-Nov-2024	89	NA	NA	Yes	4	4	1	0
Risk Management Committee	25-Jul-2024		NA	NA	Yes	6	6	3	0
	03-Oct-2024	69	NA	NA	Yes	6	6	3	0

*Attendance details of Current Quarter meeting(s).

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	-

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of event	NA
Brief details of event	NA

VI. Affirmations

<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee : Yes</p> <p>b. Nomination & Remuneration Committee : Yes</p> <p>c. Stakeholders Relationship Committee : Yes</p> <p>d. Risk Management Committee : Yes</p> <p>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</p> <p>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</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes</p> <p>6. Any comments/observations/advice of Board of Directors may be mentioned here:</p> <p>The report for the previous quarter i.e. September 30, 2024 was placed before the Board in its meeting held on November 08, 2024. The Board took due note of the same. The current report shall be placed before the Board in its next quarterly meeting.</p>

Name : Jaya Bhatia
Designation : Company Secretary & Compliance Officer



Date : January 20, 2025
Place : Noida