

INFO EDGE (INDIA) LIMITED

CIN: L74899DL1995PLC068021

Reg. Office: GF-12A, 94, Meghdoot Building, Nehru Place, New Delhi-110019

Corp. Office: B-8, Sector-132, Noida- 201304, Uttar Pradesh

Tel.: 0120-3082000, Fax: 0120-3082095, Website: www.infoedge.in, E-mail: investors@naukri.com

POSTAL BALLOT FORM

(Kindly refer to the instructions specified overleaf before filling the form)

Particulars Required	Details
1. Name & Registered Address of the Sole / First Named Member (In block letters)	
2. Name(s) of Joint Holder(s), if any (In block letters)	
3. Registered Folio No. / DP ID & Client ID* (*Applicable to members holding shares in dematerialised form)	
4. No. of Shares held	

I / We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company dated February 1, 2018 by sending my/our assent or dissent to the said resolution by placing the tick (✓) mark at the appropriate box below:

Resolution No.	Description of the Resolution	Number of Shares for which votes cast	I/We assent to the Resolution (FOR)	I/We Dissent to the Resolution (AGAINST)
1.	To divest the Equity Shares of Zomato Media Private Limited held by Naukri Internet Services Ltd. (a material (wholly owned) subsidiary of the Company)			

Place :

Date :

*Email ID:.....

*To be provided by Members holding equity shares in physical form

Signature of the Sole/First/Joint Member(s)

ELECTRONIC VOTING PARTICULARS

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD
108166		

Note: Please read the instructions mentioned overleaf carefully before exercising the vote

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Friday, February 16, 2018 at 9:00 A.M. IST	Saturday, March 17, 2018 at 5:00 P.M. IST

Notes:

1. Please read the instructions printed below carefully before filling this Form and for e-voting. Please refer to the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
2. The last date for the receipt of Postal Ballot Forms by the Scrutinizer is Saturday, March 17, 2018 at 5:00 P.M. IST.

Instructions:

1. A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage-prepaid self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier / speed post at the expense of the Member, will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
4. This form should be completed and signed by the Member as per the specimen signature registered with the Company. In case of joint holding, this form should be completed and signed by the first-named Member and in his / her absence, by the next-named Member.
5. Consent must be accorded by placing a tick mark [✓] in the column 'I / we assent to the resolution' or dissent must be accorded by placing a tick mark [✓] in the column 'I / we dissent to the resolution'.
6. The votes of a Member will be considered invalid on any of the following grounds:
 - a. unsigned Postal Ballot Forms will be rejected;
 - b. if the Member's signature does not tally with the specimen signatures with the Company;
 - c. if the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate Shares voted for 'Assent' and 'Dissent' exceeds total number of Shares held;
 - d. if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - e. if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either, the Member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds.
 - f. Postal Ballot Form, signed in representative capacity, is not accompanied by the certified copy of the relevant specific authority.
7. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5:00 P.M. on Saturday, March 17, 2018. If any Postal Ballot Form is received after the aforesaid date & time, it will be considered that no reply from such Member has been received.
8. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date and time specified in point (7) above.
9. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Power of Attorney/ attested specimen signatures etc. In case of electronic voting, documents such as the certified true copy of Board Resolution / Power of Attorney, along with attested specimen signatures, should be mailed to the Scrutinizer at rupesh@cacsindia.com, with a copy marked to evoting@nsdl.co.in, or deposited at the registered office of the Company.
10. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid envelopes in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
11. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
12. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of February 2, 2018.
13. The Scrutinizer's decision on the validity of the postal ballot shall be final.
14. Only a Member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as an intimation only.