

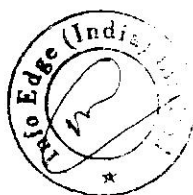
Details of the Agenda:

Agenda Item-1- Special Resolution - Issue of Further Securities

Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	31,213,567	31,096,567 ¹	99.63	28,504,371	2,592,196	91.66	8.34
Public-Others	862	862	100	856	6	99.30	0.70
Total (A)	31,214,429	31,097,429	99.63	28,505,227	2,592,202	91.66	8.34
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0.00
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0.00
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ²	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100.00	0
Result (A+B+C)	87,579,681	87,462,672	99.87	84,870,470	2,592,202	97.04	2.96

¹ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

² 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.

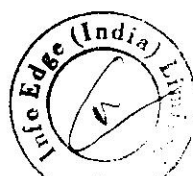


Agenda Item-2- Special Resolution - Increase in Foreign Institutional Investor (FII) Limits

Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	31,213,571	31,096,571 ³	99.63	31,096,571	0	100	0
Public-Others	858	858	100.00	856	2	99.77	0.23
Total (A)	31,214,429	31,097,429	99.63	31,097,427	2	100	0
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ⁴	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100	0
Result (A+B+C)	87,579,681	87,462,672	99.87	87,462,670	2	100	0

³ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

⁴ 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.



Agenda Item-3- Special Resolution - Increase in the Authorised Share Capital of the Company

Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	31,213,567	31,096,567 ⁵	99.63	31,089,067	7,500	99.98	0.02
Public-Others	862	862	100	862	0	100	0
Total (A)	31,214,429	31,097,429	99.63	31,089,929	7,500	99.98	0.02
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ⁶	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100	0
Result (A+B+C)	87,579,681	87,462,672	99.87	87,455,172	7,500	99.99	0.01

⁵ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

⁶ 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.



Agenda Item-4- Special Resolution - Amendment of the Memorandum of Association of the Company

Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	31,213,567	31,096,567 ⁷	99.63	31,089,067	7,500	99.98	0.02
Public-Others	862	862	100	862	0	100	0
Total (A)	31,214,429	31,097,429	99.63	31,089,929	7,500	99.98	0.02
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ⁸	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100	0
Result (A+B+C)	87,579,681	87,462,672	99.87	87,455,172	7,500	99.99	0.01

⁷ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

⁸ 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.





MOHD NAZIM KHAN

"Sankalp", C-227, Ground Floor, Westend Marg, Paryavaran Complex
Near Garden of Five Senses, New Delhi - 110030
Tel: +91-11-29536312, Telefax: +91-11-29536642
Email: nazimcs@yahoo.com

SCRUTINIZER'S REPORT

To,
The Chairman
M/s Info Edge (India) Limited
Ground Floor-12A, 94 Meghdoot
Nehru Place, New Delhi-110020

Also at:
The Chairman
The Corporate Office
B-8, Sector-132, Noida-201 304
Uttar Pradesh (India)

Dear Sir,

1. The Company has appointed me as the Scrutinizer for the purpose of conducting the e-voting process/ poll (physical voting) on the agenda items to be transacted at the Extra-ordinary General Meeting of the Company, held on August 19, 2014 at 09:30 A.M. at Indira Gandhi Kala Kendra, Sector-6, Opp. Noida Authority, Noida-201301, UP, India.

The report of scrutinizers on e-voting conducted from August 13, 2014 to August 15, 2014 has been submitted to the Company on August 19, 2014 and report (under Form MGT-13) on the physical voting conducted through poll at the Extra-ordinary General Meeting (EGM) of the Company has been submitted on August 19, 2014 to the Chairman, under my signatures.

2. I submit this report for voting conducted through electronic and physical means as under:
 - 2.1. The Company has provided e-voting facility to all the Shareholders and has sent Notice electronically on July 24, 2014 to such Shareholders who have registered their email ids with the depository participants for receipt of documents in electronic mode under the Green Initiative of the Ministry of Corporate Affairs. For the other Shareholders, the EGM notice has been sent by speed post, dispatch of which was completed on July 24, 2014.
 - 2.2. The e- voting period began at 9.00 a.m., on August 13, 2014 and ended at 06:00 p.m., on August 15, 2014. The votes polled on the electronic ballot and by physical ballot forms by the Shareholders till Friday, August 15, 2014 up to 06:00 p.m., being the last date and time fixed by the Company for polling of votes on the electronic ballot, were considered for my scrutiny.



- 2.3. Particulars of all the votes received from the Members have been entered in a register separately maintained for the purpose.
- 2.4. The votes received electronically were duly scrutinized and the shareholding was matched/ confirmed with the Register of members of the Company as on July 18, 2014.
- 2.5. The empty polling boxes were locked and sealed in the presence of the members and proxies and subsequent to the end of the polling process, the polling boxes were opened by us in presence of two witnesses.
- 2.6. The poll papers were diligently scrutinized and the poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 2.7. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

3. A summary of the votes cast through e-voting/ poll (physical voting) is given below:

Particulars of votes cast								
	Electronic		Ballot Form		Poll		Voting Result	
	Nos. (A)	%	Nos. (B)	%	Nos. (C)	%	Nos. (A)+(B)+(C)	%
Special Business								
1. Special Resolution for Issue of Further Securities								
Votes cast in favour	28,505,227	91.66	55,054,550	100	1,310,693	100	84,870,470	97.04
Votes Cast against	2,592,202	8.34	0	0	0	0	2,592,202	2.96
Invalid Votes	0	0	0	0	1	0.00	1	0.00
2. Special Resolution for Increase in Foreign Institutional Investor (FII) Limits								



Votes cast in favour	31,097,427	100	55,054,550	100	1,310,693	100	87,462,670	100
Votes Cast against	2	0	0	0	0	0	2	0
Invalid Votes	0	0	0	0	1	0	1	0

3. Special Resolution for Increase in the Authorised Share Capital of the Company

Votes cast in favour	31,089,929	99.98	55,054,550	100	1,310,693	100	87,455,172	99.99
Votes Cast against	7,500	0.02	0	0	0	0	7500	0.01
Invalid Votes	0	0	0	0	1	0	1	0

4. Special Resolution for Amendment of the Memorandum of Association of the Company

Votes cast in favour	31,089,929	99.98	55,054,550	100	1,310,693	100	87,455,172	99.99
Votes Cast against	7500	0.02	0	0	0	0	7500	0.01
Invalid Votes	0	0	0	0	1	0	1	0

4. You may accordingly declare the result of the voting through electronic voting/poll (physical voting).

Mohd. Nazim Khan
(Scrutinizer)

M No. FCS – 6529 (CP – 8245)

Place: New Delhi
Dated: August 19, 2014

Mohd. Nazim Khan, Practising Company Secretary, New Delhi





MOHD NAZIM KHAN

"Sankalp", C-227, Ground Floor, Westend Marg, Paryavaran Complex
Near Garden of Five Senses, New Delhi - 110030
Tel: +91-11-29536312, Telefax: +91-11-29536642
Email: nazimes@yahoo.com

SCRUTINIZER'S REPORT

To,
The Chairman
M/s Info Edge (India) Limited
Ground Floor-12A, 94 Meghdoot
Nehru Place, New Delhi-110020

Also at:
The Chairman
The Corporate Office
B-8, Sector-132, Noida-201 304
Uttar Pradesh (India)

Dear Sir,

- The Company has appointed me as the Scrutinizer for the purpose of conducting the e-voting process/physical voting on the agenda items to be transacted at the Extraordinary General Meeting (EGM) of the Company, held on August 19, 2014 at 09:30 A.M. at Indira Gandhi Kala Kendra, Sector-6, Opp. Noida Authority, Noida 201 301.

Pursuant to clause 35A of the Listing Agreement, the results of voting (both physical and electronic) are as under:

Date of the EGM	Tuesday, August 19, 2014
Total number of shareholders on record/cut - off date, i.e. July 18, 2014	10,804
No. of Shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	4
Public	558
Total	562
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	NA
Public	NA
Total	NA



Details of the Agenda:

Agenda Item-1- Special Resolution - Issue of Further Securities

Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	31,213,567	31,096,567 ¹	99.63	28,504,371	2,592,196	91.66	8.34
Public-Others	862	862	100	856	6	99.30	0.70
Total (A)	31,214,429	31,097,429	99.63	28,505,227	2,592,202	91.66	8.34
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0.00
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0.00
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ²	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100.00	0
Result (A+B+C)	87,579,681	87,462,672	99.87	84,870,470	2,592,202	97.04	2.96

¹ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

² 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.

Agenda Item-2- Special Resolution - Increase in Foreign Institutional Investor (FII) Limits

Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	31,213,571	31,096,571 ³	99.63	31,096,571	0	100	0
Public-Others	858	858	100.00	856	2	99.77	0.23
Total (A)	31,214,429	31,097,429	99.63	31,097,427	2	100	0
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ⁴	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100	0
Result (A+B+C)	87,579,681	87,462,672	99.87	87,462,670	2	100	0

³ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

⁴ 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.



Agenda Item-3- Special Resolution - Increase in the Authorised Share Capital of the Company

Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	31,213,567	31,096,567 ⁵	99.63	31,089,067	7,500	99.98	0.02
Public-Others	862	862	100	862	0	100	0
Total (A)	31,214,429	31,097,429	99.63	31,089,929	7,500	99.98	0.02
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ⁶	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100	0
Result (A+B+C)	87,579,681	87,462,672	99.87	87,455,172	7,500	99.99	0.01

⁵ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

⁶ 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.

Agenda Item-4- Special Resolution - Amendment of the Memorandum of Association of the Company


Promoter/ Public	No. of shares held (1)	No. 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
Mode of voting: (E-voting)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	31,213,567	31,096,567 ⁷	99.63	31,089,067	7,500	99.98	0.02
Public-Others	862	862	100	862	0	100	0
Total (A)	31,214,429	31,097,429	99.63	31,089,929	7,500	99.98	0.02
Mode of voting: (Ballot Forms)							
Promoter and Promoter Group	55,054,135	55,054,135	100	55,054,135	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	415	415	100	415	0	100	0
Total (B)	55,054,550	55,054,550	100	55,054,550	0	100	0
Mode of voting: (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	1,310,565	1,310,565	100.00	1,310,565	0	100.00	0
Public-Others	137	128 ⁸	93.43	128	0	100.00	0
Total (C)	1,310,702	1,310,693	100	1,310,693	0	100	0
Result (A+B+C)	87,579,681	87,462,672	99.87	87,455,172	7,500	99.99	0.01

⁷ One (1) Mutual Fund has exercised partial voting 'Against' to the extent of 2,584,696 votes as against their holding to the extent of 2,701,696.

⁸ 5 (Five) Individuals have exercised partial voting in 'Favour' to the extent of 5 votes as against their holding to the extent of 14.



Thanking you,


Mohd. Nazim Khan
(Scrutinizer)

M No. FCS – 6529 (CP – 8245)



Place: New Delhi

Dated: 20.08.2014