

Date: July 6, 2026

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

Dear Sir/Madam,

Subject: Outcome of the Board Meeting – July 6, 2026

Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Pursuant to the requirements of Regulation 30 read with Schedule III of the Listing Regulations, the Board of Directors of the Company, at their meeting held today i.e. on July 6, 2026, have *inter alia* considered and approved the following:

1. **Acquisition of the entire shareholding of Sunrise Mentors Private Limited ('CodingNinjas'), a subsidiary of the Company**

The Company shall enter into Share Purchase Agreement for acquisition of 74,741 (Seventy Four Thousand Seven Hundred and Forty One) equity shares of CodingNinjas at a price of Rs. 5340.23 (Rupees Five Thousand Three Hundred and Forty Point Two Three only) per share, aggregating to 45.36% on fully converted and diluted basis, (as on date), for a total consideration of about Rs. 39.91 Crores, by way of secondary acquisition of the equity shares held by the founders of CodingNinjas ("Transaction").

The acquisition from founders of CodingNinjas is subject to fulfilment of certain customary conditions precedent and other terms and conditions agreed under the Share Purchase Agreement.

Upon completion of the said transaction, the Company shall hold 100% stake in CodingNinjas, held directly and through Startup Investments (Holding) Limited ("SIHL") on a fully converted and diluted basis, and accordingly, CodingNinjas shall become a wholly owned subsidiary of the Company.

2. **Contribution agreement with B8 Fund I, a scheme launched by B8 Trust to commit an additional contribution of up to Rs. 180 crore**

Entering into a contribution agreement with B8 Fund I, a scheme launched by B8 Trust, a Trust registered with Securities and Exchange Board of India as a Category II Alternative Investment Fund under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012, to commit an additional contribution of up to Rs. 180 crore in aggregate, directly and/or through wholly owned subsidiaries, over and above Rs. 250 crore committed by the Company previously and disclosed to the Stock Exchanges on February 26, 2026.

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Further, the details as required in terms of the Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 in relation to the above referred items are enclosed as Annexure A and Annexure B to this intimation.

The meeting of the Board commenced at 08:05 pm and concluded at 08:52 pm.

This intimation is also being uploaded on Company's website and can be accessed at www.infoedge.in.

You are requested to take the above information on record.

Thanking You.

Yours faithfully,
For **Info Edge (India) Limited**

Jaya Bhatia
Company Secretary & Compliance Officer

1. Acquisition of the entire shareholding of Sunrise Mentors Private Limited, a subsidiary of the Company

Sl. No.	Particulars	Details									
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Sunrise Mentors Private Limited ('CodingNinjas')</p> <p>Address: C-104, M.K. Residency Apartment, Sector 11, Plot 8B Dwarka, West Delhi, Delhi, 110075</p> <table border="1"> <thead> <tr> <th colspan="3">Details as on March 31, 2026 (Rs. in crores)</th> </tr> <tr> <th>Turnover</th> <th>PAT</th> <th>Networth</th> </tr> </thead> <tbody> <tr> <td>97.43</td> <td>(13.36)</td> <td>(34.98)</td> </tr> </tbody> </table>	Details as on March 31, 2026 (Rs. in crores)			Turnover	PAT	Networth	97.43	(13.36)	(34.98)
Details as on March 31, 2026 (Rs. in crores)											
Turnover	PAT	Networth									
97.43	(13.36)	(34.98)									
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	<p>The transaction is being undertaken between the Company (who are the purchasers) and the founders of CodingNinjas (who are the whole-time directors and related parties of Coding Ninjas), wherein the Company is contemplating acquiring the remaining stake held by its partners in its subsidiary company (CodingNinjas). Given that CodingNinjas is a subsidiary of the Company, and the partners (who are the sellers in this transaction and are also whole time directors in CodingNinjas), this transaction would be a related party transaction in terms of Regulation 2(1)(zc) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>The consideration for the proposed acquisition has been mutually agreed and arrived at through commercial negotiations between the parties. While the consideration paid for the transaction is not on an arm's length basis, this is so because, in fact, the terms are more economically favourable. To further clarify, the agreed consideration represents a commercially negotiated value, considering the Company's existing controlling stake, contractual obligation framework, prevailing adverse market conditions for ed-tech companies and the overall commercial context of the transaction.</p> <p>Accordingly, the Audit Committee and the Board, after considering strategic rationale for the acquisition, approved the proposed transaction and considered that the proposed transaction is in the best interests of the Company and its shareholders.</p>									

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		Promoter/Promoter Group/Group Companies of the Company have no interest in the said acquisition.
3.	Industry to which the entity being acquired belongs	CodingNinjas is engaged in the business of providing education and operates an e-learning platform – ‘Coding Ninjas’.
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>The Transaction is in line with the Company’s previous investment round and our overall investment strategy. This will help the company: (i) maximize business synergies between the two platforms - Naukri and Coding Ninjas, unlocking growth and profitability improvements for Coding Ninjas platform, and (ii) enable Naukri build mini AI course offerings to add value to its users. For the purpose of the same, the founders of CodingNinjas will be employed by the Company and will receive certain salary and performance incentive in relation to the aforesaid businesses.</p> <p>Upon completion of the said transaction, the Company shall hold 100% stake in CodingNinjas, held directly and through SIHL on a fully converted and diluted basis, and accordingly, CodingNinjas shall become a wholly owned subsidiary of the Company.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6.	Indicative time period for completion of the acquisition;	<p>The consideration for the Transaction will be paid in 4 tranches as follows:</p> <ul style="list-style-type: none"> • 25% of the total consideration amounting to about Rs. 9.98 Crores would be disbursed on the closing of the Share Purchase Agreement; and • Remaining 75% of the total consideration amounting to about Rs. 29.93 Crores shall be disbursed in three equal tranches on March 31, 2027, March 31, 2028 and March 31, 2029, respectively. <p>However, the acquisition of the equity shares from founders of CodingNinjas will be completed within 45 days subject to fulfilment of certain customary conditions precedent and other terms and conditions agreed under the Share Purchase Agreement.</p>
7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash consideration
8.	Cost of acquisition and/or the price at which the shares are acquired;	About Rs. 39.91 Crores

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9.	Percentage of shareholding / control acquired and / or number of shares acquired;	<p>The Board of Directors of the Company has approved the Transaction, and pursuant to the same, the Company will execute the Share Purchase Agreement pursuant to which it shall acquire 74,741 (Seventy Four Thousand Seven Hundred and Forty One) equity shares of CodingNinjas at the price of Rs. 5340.23 (Rupees Five Thousand Three Hundred and Forty Point Two Three only) per share. Further, this acquisition is subject to fulfilment of certain customary conditions precedent and other terms and conditions agreed under the Share Purchase Agreement.</p> <p>Upon completion of the said transaction, the Company shall hold 100% stake in CodingNinjas, held directly and through SIHL on a fully converted and diluted basis, and accordingly, CodingNinjas shall become a wholly owned subsidiary of the Company.</p>						
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>Brief Background: CodingNinjas was incorporated on May 18, 2016 and is engaged in the business of providing online education and operates an e-learning platform – ‘Coding Ninjas’.</p> <p>Date of Incorporation: May 18, 2016</p> <p>Country in which the acquired entity has presence: India</p> <p>Last three years turnover (Rs. in crores):</p> <table border="1" data-bbox="737 1075 1365 1142"> <thead> <tr> <th>2025-26</th> <th>2024-25</th> <th>2023-24</th> </tr> </thead> <tbody> <tr> <td>97.43</td> <td>67.15</td> <td>53.31</td> </tr> </tbody> </table>	2025-26	2024-25	2023-24	97.43	67.15	53.31
2025-26	2024-25	2023-24						
97.43	67.15	53.31						

2. Contribution agreement with B8 Fund I, a scheme launched by B8 Trust to commit an additional contribution of up to Rs. 180 crore

Sl. No.	Particulars	Details									
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>B8 Trust (Fund) is a trust registered under the Indian Trust Act, 1882 and with SEBI as a Category II Alternative Investment Fund under the SEBI (Alternative Investment Funds) Regulations, 2012.</p> <p>The Fund has launched a scheme by the name of B8 Fund I ('Scheme').</p> <p>Address: Ground Floor, 12 A, 94, Meghdoot Building, Nehru Place, New Delhi – 110019</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th colspan="3">Details as on March 31, 2026 (Rs. in crores)</th> </tr> <tr> <th>Turnover*</th> <th>PAT</th> <th>Networth</th> </tr> </thead> <tbody> <tr> <td>NA</td> <td>(2.18)</td> <td>122.81</td> </tr> </tbody> </table> <p>*NA. Since, B8 Trust was incorporated and its Scheme was launched in FY26.</p>	Details as on March 31, 2026 (Rs. in crores)			Turnover*	PAT	Networth	NA	(2.18)	122.81
Details as on March 31, 2026 (Rs. in crores)											
Turnover*	PAT	Networth									
NA	(2.18)	122.81									
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>The Fund has launched a scheme by the name of B8 Fund I.</p> <p>Smartweb Internet Services Ltd., a wholly owned subsidiary of the Company, ('Smartweb'), acts as the Investment Manager and Sponsor of the Fund and its Scheme, therefore, Fund and its Scheme(s) are regarded as related party of the Company in accordance with Regulation 2(1)(zb) of Listing Regulations, and accordingly, aforesaid investment in the Scheme of Fund, as aforesaid, is a related party transaction(s).</p> <p>Promoter/Promoter Group/Group Companies of the Company have no interest in the said investment.</p> <p>The transaction is done at Arm’s Length basis.</p>									
3.	Industry to which the entity being acquired belongs	<p>The contribution is being made in the AIF Scheme as detailed above and the objective of the Scheme is to generate long-term growth for the contributors and support Indian entrepreneurial ecosystem by investing in growth stage tech-enabled companies in India (or primarily focused in India), in accordance with the aforesaid SEBI AIF Regulations and other applicable laws.</p>									
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for	<p>The said investment is in line with Company’s strategy on external financial investments that are focused on value creation in medium to long term prospects of the Company.</p>									

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	acquisition of target entity, if its business is outside the main line of business of the listed entity).							
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	Not Applicable.						
6.	Indicative time period for completion of acquisition	<p>The Contribution agreement with fund would be signed, for commitment to be made by the Company, directly or through its wholly-owned subsidiaries.</p> <p>Life of the said Scheme shall be 8 (eight) years from first closing (i.e., March 12, 2026), which may be extended up to additional 2 (two) years with 2/3rd majority consent of the contributors.</p> <p>The actual drawdown by Scheme could be made over time during its lifetime and on need basis depending on the available opportunities to invest, prevailing market conditions, and fund's expenses. It is estimated that actual contribution basis the drawdowns may happen over the entire lifetime of the Scheme.</p>						
7.	Consideration- whether cash consideration or share swap or any other form and details of the same.	Cash Consideration						
8.	Cost of acquisition and/or the price at which the shares are acquired.	The aggregate value of the transactions pursuant to the Contribution Agreement would be up to Rs. 180 Crores.						
9.	Percentage of shareholding/control acquired and/or number of shares acquired.	The Company has agreed to acquire units of the B8 Fund I, the Scheme at face value, subject to the terms and conditions of the Contribution Agreement, directly or through its wholly-owned subsidiaries, in one or more tranches.						
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	<p><u>Brief Background:</u> B8 Fund I, is a scheme launched by B8 Trust, a trust registered with SEBI as a Category II Alternative Investment Fund under SEBI (Alternative Investment Funds) Regulations, 2012, sponsored through Smartweb Internet Services Ltd., a wholly owned subsidiary of the Company. (Refer Point 1)</p> <p><u>Date of Incorporation of Scheme (i.e. Date of launch of Scheme):</u> February 12, 2026</p> <p><u>Country in which the acquired entity has presence:</u> India</p> <p><u>Last three years turnover*:</u></p> <table border="1"> <thead> <tr> <th>2025-26</th> <th>2024-25</th> <th>2023-24</th> </tr> </thead> <tbody> <tr> <td>NA</td> <td>NA</td> <td>NA</td> </tr> </tbody> </table> <p>*NA. Since, B8 Trust was incorporated and its Scheme was launched in FY26.</p>	2025-26	2024-25	2023-24	NA	NA	NA
2025-26	2024-25	2023-24						
NA	NA	NA						