IntraSoft Technologies Limited

Regd. Office : 502A Prathamesh, Raghuvanshi Mills Compound, S.B. Marg, Lower Parel, Mumbai - 400 013
T: +91-22-2491-2123 F: +91-22-2490-3123 E: intrasoft@itlindia.com W: www.itlindia.com CIN : L24133MH1996PLC197857
Corp. Office : Suite 301, 145 Rash Behari Avenue, Kolkata - 700 029. Tel: +91-33-4023-1234 Fax: +91-33-2464-6584

September 10, 2016

Corporate Relationship Department
BSE Limited
P.J.Towers, Dalal Street,
Fort, Mumbai- 400 001

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Mumbai 400051

Scrip code: 533181 / ISFT

Dear Sir,

Sub: Filing of Voting Results Declaration and Scrutinizer Report

In terms of the Section 96 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Results of the Voting (including e-voting) conducted on the Agenda items of the Notice of Annual General Meeting dated 27th May, 2016 for the Annual General Meeting of the Company held on 8th September, 2016 alongwith Scrutinizer's Report.

We request you to take the above information on record and kindly acknowledge.

Thanking You,

Yours faithfully,
For IntraSoft Technologies Limited

INTRASOFT TECHNOLOGIES LIMITED

Pranvesh Tripathi
Company Secretary & Compliance Officer

Encl: As above

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Declaration of Results of the Voting (including e-voting) on the resolutions set out in the Notice of the Annual General Meeting held on September 8, 2015.

In terms of Section 110 of the Companies Act 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), members approval was sought for the resolution set out in the Notice of the Annual General Meeting dated 27th May, 2016 for the Annual General Meeting to be held on 8th September, 2016 . The Notice of the Annual General Meeting containing all the Agenda Items were sent to all the shareholders of the Company on 12th August, 2016 at their email / registered address and the E-voting was available from 5th September , 2016 (9.00 AM) till 7th September, 2016 (5.00 PM).

Mr. Jayesh Shah, Practicing Company Secretary, Partner of M/s. Rathi & Associates, Company Secretaries was appointed as Scrutinizer for conducting the E-voting process and voting through physical Ballot paper process at the venue of the Annual General Meeting. The Scrutinizer has submitted his report and the voting results are as follows:

Resolution No. 1 – Ordinary Resolution

To consider and adopt

(a) the audited financial statement of the Company for the financial year ended March 31, 2016, the Reports of the Board of Directors and Auditors thereon; and
(b) the audited consolidated financial statement of the Company for the year ended March 31, 2016.

Resolution No. 2 – Ordinary Resolution

To declare dividend on Equity Shares.

Resolution No. 3 – Ordinary Resolution

To appoint a Director in place of Mr. Arvind Kajaria (DIN 00106901) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution No. 4 – Ordinary Resolution

To appoint M/s. Walker Chandiok & Co., Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Twenty Sixth Annual General Meeting of the Company subject to ratification of their appointment by shareholders of the Company at every annual general meeting to be held during their tenure and to fix their remuneration.

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A summary of Votes Cast through e-Voting and physical Ballot Process is as under:

Resolution 1:

Sr. No.	Particulars		Resolution 1	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		35	885,528
b.	Votes through remote e-voting		18	8,247,283
	Total		**53**	**9,132,811**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	52	9,132,810
		% of Assent	**98.113**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	1
		% of Dissent	**1.887**	**0.001**

Resolution 2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	35	885,528
b.	Votes through remote e-voting	18	8,247,283
	Total	**53**	**9,132,811**

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c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	52	9,132,810
		% of Assent	**98.113**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	1
		% of Dissent	**1.887**	**0.001**

Resolution 3:

Sr. No.	Particulars		Resolution 3	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		35	885,528
b.	Votes through remote e-voting		18	8,247,283
	Total		**53**	**9,132,811**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	51	9,132,757
		% of Assent	**96.226**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	2	54
		% of Dissent	**3.774**	**0.001**

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Resolution 4:

Sr. No.	Particulars		Resolution 4	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		35	885,528
b.	Votes through remote e-voting		18	8,247,283
	Total		**53**	**9,132,811**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	52	9,132,810
		% of Assent	**98.113**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	1
		% of Dissent	**1.887**	**0.001**

Accordingly, I, Arvind Kajaria, Managing Director and authorized Director hereby declare that the 4 (four) resolutions, as set out in the Notice of the Annual General Meeting dated 27th May, 2016 have been approved by the members of the Company with requisite majority.

For IntraSoft Technologies Limited

Arvind Kajaria
Chairman
DIN : 00106901

INTRASOFT TECHNOLOGIES LIMITED

Date: September 09, 2016
Place: Kolkata

Rathi & Associates
COMPANY SECRETARIES
A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

September 09, 2016

The Chairman
INTRASOFT TECHNOLOGIES LIMITED
A-502, Prathamesh,
Raghuvanshi Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400 013

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballot process conducted at the 21st Annual General Meeting of the Members of IntraSoft Technologies Limited held on September 8, 2016:

IntraSoft Technologies Limited ("the Company") has, vide resolution of its Board of Directors dated May 27, 2016, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballot on the resolutions contained in the notice dated May 27, 2016 ("Notice") at the 21st Annual General Meeting held on Thursday, 8th September 2016 (AGM), as required under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and voting through physical ballot on the resolutions contained in the aforesaid Notice of the 21st Annual General Meeting (AGM) of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" and "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide voting facilities on the resolutions contained in the Notice.

As required under Section 101 of the Act, the Notice along with explanatory statement under Section 102 of the Act was sent to the Members by permitted means (i.e. by Courier, Speed Post, Registered Post or through e-mail), for seeking approval of members on following resolutions:

1. Resolution No. 1 as an Ordinary Resolution to consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2016, and the Reports of the Board of Directors and the Auditors thereon.

2. Resolution No. 2 as an Ordinary Resolution to declare dividend on Equity Shares for the Financial Year ended 31st March 2016.

3. Resolution No. 3 as an Ordinary Resolution to appoint a Director in place of Mr. Arvind Kajaria (DIN 00106901) who retires by rotation and being eligible, offers himself for re-appointment.

4. Resolution No. 4 as an Ordinary Resolution to appoint M/s. Walker Chandiok & Co., Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Twenty Sixth Annual General Meeting of the Company subject to ratification of their appointment by shareholders of the Company at every Annual General Meeting to be held during their tenure and to fix their remuneration.

The Company provided the remote e-voting facility offered by NSDL to cast votes on aforesaid resolutions by the members of the Company. The Company also made available the physical ballots at the 21st AGM to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 9.00 a.m. of Monday, September 5, 2016 upto 5.00 p.m. of Wednesday, September 7, 2016. Accordingly, e-votes casted upto 5.00 p.m. of September 7, 2016 have been considered for my scrutiny. Further, the votes casted at the 21st Annual General Meeting through physical ballots have also been considered for the scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting, and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Darshika Dabhi and Ms. Shewta Mohite. A summary of the votes casted by shareholders through remote e-voting and by physical ballots at the 21st Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting and physical ballots at the 21st Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES

JAYESH SHAH
PARTNER
FCS NO.5637
COP NO. 2535

Countersigned by
For Intrasoft Technologies Limited

Arvind Kajaria
Managing Director

ANNEXURE

The summary of the votes cast through Physical Ballot and through remote e-voting confirmations received for each of the resolutions is given below:

For Resolution 1: As an Ordinary Resolution to consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2016, and the Reports of the Board of Directors and the Auditors thereon.

Sr. No.	Particulars		Resolution 1	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		35	885,528
b.	Votes through remote e-voting		18	8,247,283
	Total		**53**	**9,132,811**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	52	9,132,810
		% of Assent	**98.113**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	1
		% of Dissent	**1.887**	**0.001**

For Resolution 2: As an Ordinary Resolution to declare dividend on Equity Shares for the Financial Year ended 31st March 2016.

Sr. No.	Particulars		Resolution 2	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		35	885,528
b.	Votes through remote e-voting		18	8,247,283
	Total		**53**	**9,132,811**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	52	9,132,810
		% of Assent	**98.113**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	1
		% of Dissent	**1.887**	**0.001**

RATHI & ASSOCIATES ★ COMPANY SECRETARIES ★ MUMBAI

For Resolution 3: As an Ordinary Resolution to appoint a Director in place of Mr. Arvind Kajaria (DIN 00106901) who retires by rotation and being eligible, offers himself for re-appointment.

Sr. No.	Particulars		Resolution 3	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		35	885,528
b.	Votes through remote e-voting		18	8,247,283
	Total		**53**	**9,132,811**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	51	9,132,757
		% of Assent	**96.226**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	2	54
		% of Dissent	**3.774**	**0.001**

For Resolution 4: As an Ordinary Resolution to appoint M/s. Walker Chandiok & Co., Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Twenty Sixth Annual General Meeting of the Company subject to ratification of their appointment by shareholders of the Company at every Annual General Meeting to be held during their tenure and to fix their remuneration.

Sr. No.	Particulars		Resolution 4	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		35	885,528
b.	Votes through remote e-voting		18	8,247,283
	Total		**53**	**9,132,811**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**53**	**9,132,811**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	52	9,132,810
		% of Assent	**98.113**	**99.999**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	1
		% of Dissent	**1.887**	**0.001**