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 14, 2018

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 28th May, 2018 for the Annual General Meeting of the Company held on 12th September, 2018 along with 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 12, 2018.

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"), member's approval was sought for the resolution set out in the Notice of the Annual General Meeting dated 28th May, 2018 for the Annual General Meeting held on 12th September, 2018 . The Notice of the Annual General Meeting containing all the Agenda Items were sent to all the shareholders of the Company on 13th August, 2018 at their email / registered address and the E-voting was available from 9th September, 2018 (9.00 AM) till 11th September, 2018 (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 receive, consider and adopt

(a) the audited standalone financial statement of the Company for the financial year ended 31 March, 2018, the Reports of the Board of Directors and Auditors thereon; and
(b) the audited consolidated financial statement of the Company for the year ended 31 March , 2018.

Resolution No. 2 – Ordinary Resolution

To declare dividend on Equity Shares for the financial year ended on 31 March 2018.

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.

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Resolution No. 4 – Ordinary Resolution

To authorise the Board of Directors of the Company to determine the fees to be charged from members for delivery of the documents under Section 20 of the Companies Act, 2013.

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		38	506,600
b.	Votes through remote e-voting		23	8,411,234
	Total		**61**	**8,917,834**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**61**	**8,917,834**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	61	8,917,834
		% of Assent		**100.00**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
		% of Dissent		**0.00**

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Resolution 2:

Sr. No.	Particulars		Resolution 2	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		38	506,600
b.	Votes through remote e-voting		23	8,411,234
	Total		**61**	**8,917,834**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**61**	**8,917,834**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	61	8,917,834
		% of Assent		**100.00**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
		% of Dissent		**0.00**

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Resolution 3:

Sr. No.	Particulars		Resolution 3	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		38	506,600
b.	Votes through remote e-voting		22	8,411,226
	Total		**60**	**8,917,826**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**60**	**8,917,826**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	58	8,917,814
		% of Assent		**99.99**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	2	12
		% of Dissent		**0.00**

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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		38	506,600
b.	Votes through remote e-voting		23	8,411,234
	Total		**61**	**8,917,834**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**61**	**8,917,834**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	59	8,917,732
		% of Assent		**99.99**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	2	102
		% of Dissent		**0.00**

Accordingly, I, Arvind Kajaria, Chairman & Managing Director and authorized Director hereby declare that the 4 (four) resolutions, as set out in the Notice of the Annual General Meeting dated 28th May, 2018 have been approved by the members of the Company with requisite majority.

For **IntraSoft Technologies Limited**

Arvind Kajaria
Chairman
DIN : 00106901
Date: September 13, 2018
Place: Mumbai

INTRASOFT TECHNOLOGIES LIMITED

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 12, 2018

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

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballot process conducted at the 23rd Annual General Meeting of the Members of Intrasoft Technologies Limited held on September 12, 2018:

Intrasoft Technologies Limited ("the Company") has, vide resolution of its Board of Directors dated May 28, 2018, 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 28, 2018 ("Notice") at the 23rd Annual General Meeting held on Wednesday, September 12, 2018 (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, 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 23rd 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 said facilities on the resolutions contained in the Notice.

RATHI & ASSOCIATES ★ MUMBAI ★ COMPANY SECRETARIES

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
   a. to consider and adopt the Standalone Audited Financial Statements for the financial year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon and
   b. the Consolidated Audited Financial Statements for the financial year ended March 31, 2018 and the Reports of the Auditors thereon.

2. Resolution No. 2: As an Ordinary Resolution to declare dividend on Equity Shares for the Financial Year ended March 31, 2018.

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

4. Resolution No. 4: As an Ordinary Resolution to authorize the Board of Directors determine the fees to be charged from members for delivery of documents over and above reimbursement of actual expenses incurred by the Company under Section 20 of the Companies Act, 2013.

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 23rd AGM to members, who did not cast the vote through e-voting facility, 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 Sunday, September 9, 2018 upto 5.00 p.m. of Tuesday, September 11, 2018. Accordingly, e-votes casted upto 5.00 p.m. of September 11, 2018 have been considered for my scrutiny. Further, the votes casted at the 23rd 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 was unlocked in the presence of two witnesses not in employment of the Company, namely Ms. Komal Binwani and Ms. Rupali Somani, and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Shweta Mohite and Ms. Radhika Khatod. A summary of the votes casted by shareholders through remote e-voting and by physical ballots at the 23rd 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 23rd 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 confirmations received through remote e-voting for each of the resolutions is given below:

For Resolution 1: As an Ordinary Resolution to consider and adopt the Audited Financial Statements:

(a) the Standalone Audited Financial Statements for the financial year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon; and

(b) the Consolidated Audited Financial Statements for the financial year ended March 31, 2018 and the Reports of the Auditors thereon.

Sr. No.	Particulars		Resolution 1	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		38	506,600
b.	Votes through remote e-voting		23	8,411,234
	Total		**61**	**8,917,834**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**61**	**8,917,834**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	61	8,917,834
		% of Assent		100
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
		% of Dissent		0

RATHI & ASSOCIATES * MUMBAI * COMPANY SECRETARIES

For Resolution 2: As an Ordinary Resolution to declare dividend on Equity Shares for the Financial Year ended 31st March 2018.

Sr. No.	Particulars		Resolution 2	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		38	506,600
b.	Votes through remote e-voting		23	8,411,234
	Total		**61**	**8,917,834**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**61**	**8,917,834**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	61	8,917,834
		% of Assent		**100**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
		% of Dissent		**0**

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

Sr. No.	Particulars		Resolution 3	
			No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot		38	506,600
b.	Votes through remote e-voting		22	8,411,226
	Total		**60**	**8,917,826**
c.	Less: Invalid ballot / remote e-voting confirmations		0	0
d.	**Net valid physical ballot / remote e-voting**		**60**	**8,917,826**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	58	8,917,814
		% of Assent		**99.99**
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	2	12
		% of Dissent		0.00

*** Rounded off to nearest number**