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

August 11, 2016

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

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

Scrip code: 533181 / ISFT

Dear Sir,

Sub: Notice of 21st Annual General Meeting, Disclosure of E-Voting and Book Closure

Ref: Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned matter, please find attached herewith Notice of the 21st Annual General Meeting of the Company to be held on 8th September, 2016 alongwith details of the Remote E-Voting facilities and the dates of Book Closure.

The particulars of AGM, remote e-voting and Book Closure are set out below:

Sr. No.	Particulars	Details
1.	Date of 21st Annual General Meeting	08-09-2016
2.	Completion of Dispatch of AGM Notices to the Shareholders	12-08-2016
3.	Newspaper Advertisement of AGM Notice, Remote E-Voting and Book Closure	12-08-2016
4.	Commencement of remote e-voting	05-09-2016 at 9.00 am
5.	End of remote e-voting	07-09-2016 at 5.00 pm
6.	Cut-off date for remote e-voting	01-09-2016
7.	Website address of the company and of the agency where notice of the meeting is displayed	www.itlindia.com www.evoting.nsdl.com

This is for your information and records.

Thanking You,
Yours faithfully,
For IntraSoft Technologies Limited

Pranvesh Tripathi
Company Secretary & Compliance Officer
Encl: Notice of 21st AGM

Notice

NOTICE is hereby given that the Twenty First Annual General Meeting of the Members of IntraSoft Technologies Limited will be held on Thursday, 8 September 2016 at 3.00 P.M. at Sunville, Royal Room, 9, Dr. Annie Besant Road, Worli, Mumbai – 400018 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt
   (a) the audited financial statement of the Company for the financial year ended 31 March 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 31 March 2016.

2. To declare dividend on Equity Shares.

3. 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. 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.

By Order of the Board of Directors
Pranvesh Tripathi
Company Secretary

Place: Kolkata
Date: 27 May 2016

Registered Office:
CIN: L24133MH1996PLC197857
A-502, Prathamesh, Raghuvanshi Mills Compound,
Senapati Bapat Marg, Lower Parel (W),
Mumbai – 400 013
Tel: 022 2491 2123 Fax: 022 2490 3123
Email: intrasoft@itlindia.com Website: www.itlindia.com

Notes:

a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The duly filled proxy form in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for commencement of the Annual General Meeting.

b) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

c) The dividend on Equity Shares, as recommended by the Board of Directors, if approved by the shareholders, will be credited / dispatched on or after 9 September 2016 to those members whose names shall appear on the Company's Register of Members on 1 September 2016 in respect of the shares held in dematerialized form, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.

d) Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.

e) Members/Proxies should bring the attendance slip duly filled in for attending the meeting.

f) Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days from Monday to Friday, during business hours up to the date of the Meeting.

g) Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to compile the relevant information to reply the same in the meeting.

h) The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 2 September 2016 to Thursday, 8 September 2016 (both days inclusive) for the purpose of payment of dividend, if declared at the meeting.

i) SEBI vide its Circular dated 21 March 2013 have asked all the listed companies that any payments to the investors shall be made through electronic mode. Members are requested to update their address/bank mandate with their respective Depository Participant (DP) in respect of shares held in demat form and in respect of shares held in physical form with the Company's Registrar & Share Transfer Agent, M/s. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S Marg, Bhandup (W), Mumbai – 400 078.

j) Shareholders who have not encashed their dividend warrants for the dividends declared for the financial years 2009-10 to 2014-15 are requested to send a letter along with unclaimed dividend warrant, if any, or letter of undertaking for issue of duplicate dividend warrant / demand draft. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 8 September 2015 (date of last Annual General Meeting) on the website of the Company (www.itlindia.com) and also on the website of the Ministry of Corporate Affairs.

In terms of Section 205A and 205C of the Companies Act, 1956, any dividend remaining unpaid for a period of seven years from the date of transfer to Unpaid Dividend Account is required to be transferred to the "Investor Education & Protection Fund" (IEPF). Members are requested to encash their Dividend Warrants promptly. It may be noted that once the unclaimed dividend is transferred to the IEPF as above, no claim shall lie with the Company in respect of such amount.

k) Members who have not registered their e-mail address so far are requested to register their e-mail address with their DPs in case of shares held in dematerialised form and with RTA in case of shares held in physical form.

l) Information and other instructions relating to voting by electronic means:

i. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed in this notice by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting (AGM) ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

ii. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

iii. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

iv. The members who have cast their vote by remote e-voting may attend the meeting but shall not be entitled to cast their vote again.

v. The remote e-voting period commences on Monday 5 September 2016 (9:00 am) and ends on Wednesday, 7 September 2016 (5:00 pm). During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e.on 1 September 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

vi. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL:

(i) Open email and open PDF file viz.; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user

ID and password/PIN for remote e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder - Login

(iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of "IntraSoft Technologies Limited".

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to js@rathiandassociates.com

B. In case a Member receives physical copy of the Notice of AGM:

(i) Initial password is provided in the Attendance Slip for the AGM:

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above to cast vote.

vii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

viii. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

ix. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

x. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 1 September 2016.

xi. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 1 September 2016 may obtain the login ID and password by sending a request at evoting@nsdl.co.in

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

xii. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

xiii. Mr. Jayesh Shah, Practicing Company Secretary, Partner, M/s. Rathi & Associates has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

xiv. The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting shall make, not later than two days of the conclusion of the meeting, a consolidated scrutinizer's report and submit the same to the Chairman, who shall declare the result of the voting forthwith.The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.itlindia.com and on the website of NSDL immediately after the declaration of result by the Chairman. The results shall simultaneously be submitted with the stock exchanges where the Company's shares are listed.

m) The Annual Accounts of the Subsidiary Companies shall be available at the Registered Office of the Company for inspection by any shareholder.

n) Hard copy of the details of accounts of subsidiaries required by any Shareholders can be obtained with a written request to the Company Secretary of the Company at the Registered Office of the Company.

ATTENDANCE SLIP

INTRASOFT TECHNOLOGIES LIMITED

CIN: L24133MH1996PLC197857
Registered Office: 502A, Prathamesh, Raghuvanshi Mills Compound,
Senapati Bapat Marg, Lower Parel (w), Mumbai – 400 013
Tel: 022 2491 2123 Fax: 022 2490 3123
Email: intrasoft@itlindia.com Website: www.itlindia.com

I/We hereby record my/our presence at the 21st Annual General Meeting of the Company held on Thursday, 8 September 2016 at 3:00 P.M. at Sunville, Royal Room, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

Name .....

Address .....

Folio No .....No. of Shares held .....

Client ID .....DP ID.....

Name of Proxy/Representative, if any .....

Signature of the Shareholder(s)/Proxy/Representative .....

Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

INTRASOFT TECHNOLOGIES LIMITED

CIN: L24133MH1996PLC197857
Registered Office: 502A, Prathamesh, Raghuvanshi Mills Compound,
Senapati Bapat Marg, Lower Parel (w), Mumbai – 400 013
Tel: 022 2491 2123 Fax: 022 2490 3123
Email: intrasoft@itlindia.com Website: www.itlindia.com

Name of the Member(s): .....

Registered Address:.....

Email .....No. of Shares held .....

Folio No. / Client ID .....:.....

DP ID: .....

I / We, being the member(s) of ..... shares of IntraSoft Technologies Ltd, hereby appoint:

1) Name .....

Address: .....

Email:.....or failing him

2) Name:.....

Address:.....

Email: .....or failing him

3) Name:.....

Address:.....

Email: .....or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the Company, to be held on Thursday, 8 September 2016 at 3:00 P.M. at Sunville, Royal Room, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018 and at any adjournment thereof in respect of such resolutions as are indicated below;

Sr. No.	Resolutions*	For	Against
1.	To consider and adopt the Audited Standalone and Consolidated Financial Statement for the financial year ended 31 March 2016 along with the reports of the Board of Directors and Auditors thereon.		
2.	To declare dividend on Equity Shares.		
3.	Re-appointment of Mr. Arvind Kajaria as director, who retires by rotation.		
4.	Appointment of Statutory Auditors for a term of five years and to fix their remuneration.		

Signed this.....day of 2016

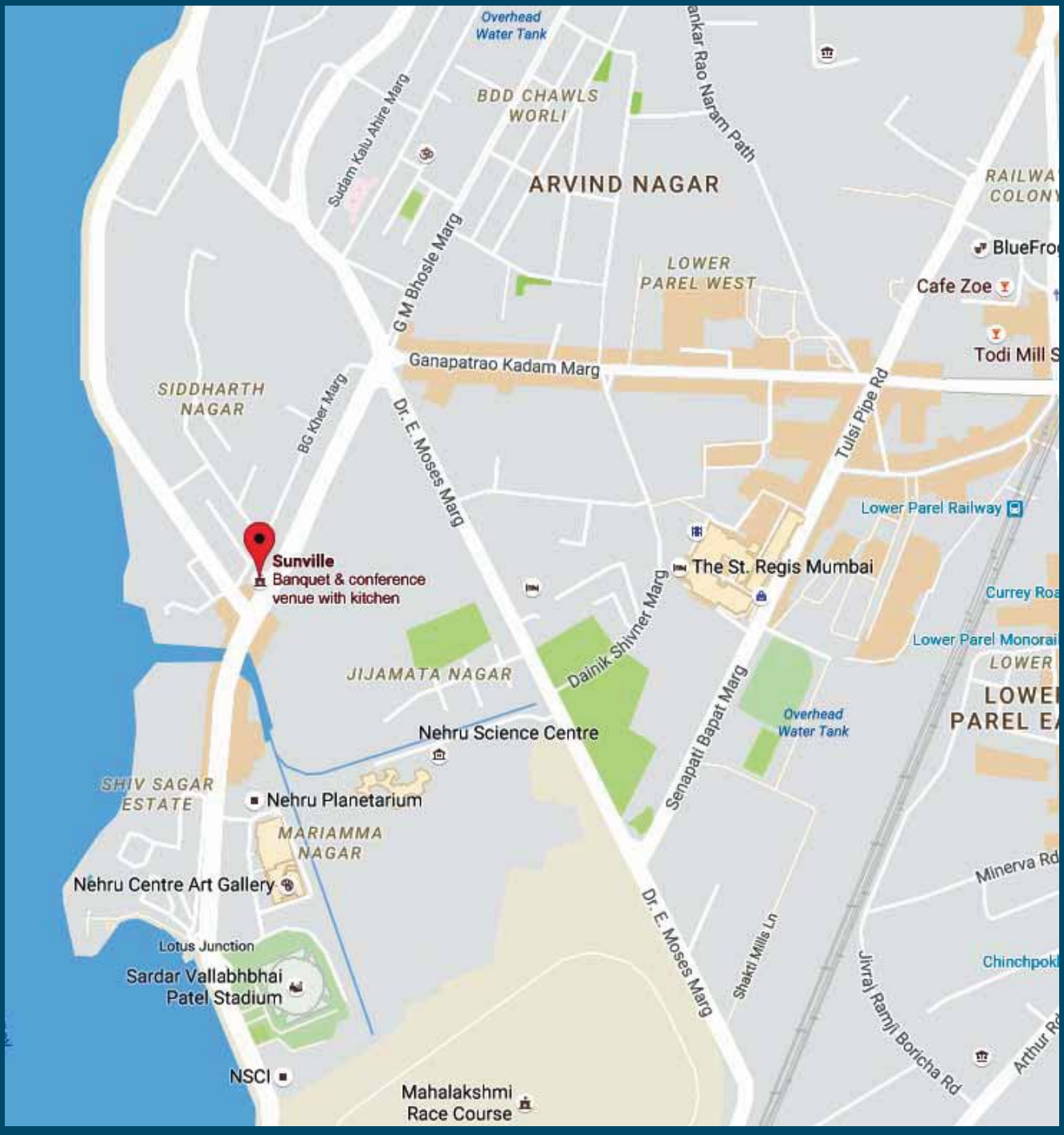
Affix Revenue Stamp

Signature of Shareholder(s): .....

Signature of Proxy(s): .....

* In terms of Regulation 44(4) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, Equity shareholders may vote either for or against each resolution as proposed in the Notice of Annual General Meeting.

Route map to the venue of the 21st AGM of IntraSoft Technologies Limited on 8 September 2016



Sunville Banquet & Conference
9, Dr. Annie Besant Road, Worli, Mumbai,
Maharashtra 400018