



# IntraSoft Technologies Limited

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**Regd. Office :** 502A Prathamesh, Raghuvanshi Mills Compound, S.B. Marg, Lower Parel, Mumbai - 400 013  
T: +91-22-4004-0008 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

February 21, 2024

**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: Extra-Ordinary General Meeting ( EGM) Voting Results**

Please find enclosed herewith results of the Voting on the resolution set out in the Notice of EGM dated 19<sup>th</sup> January, 2024 along with the Scrutinizers' Report.

Kindly acknowledge and take the same on records.

Thanking You,

Yours faithfully,  
For **IntraSoft Technologies Limited**

**Pranvesh Tripathi**  
**Company Secretary & Compliance Officer**

Encl: as above



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**Declaration of Results of the remote e- Voting and e-voting conducted at the Extra-Ordinary General Meeting (EGM) of the members of the Company on the resolution set out in the Notice of the EGM held on 20<sup>th</sup> February, 2024 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) Mode.**

In terms of Section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval was sought for the Special resolution set out in the Notice of the Extra-Ordinary General Meeting (EGM) dated 19<sup>th</sup> January, 2024 for the Extra-Ordinary General Meeting held on 20<sup>th</sup> February, 2024. The Notice of the EGM containing Item of Special Business was sent to all the shareholders of the Company on 29<sup>th</sup> January, 2024 on their emails whose e-mails were registered with the Company/ Registrar and Share Transfer Agent/ Depositories in Compliance with the General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India ("SEBI Circulars") (Collectively "Circulars"). The Company had also provided e-voting facility at the EGM for those shareholders who did not cast their votes through remote e-voting facility prior to the EGM. The Remote e-voting was available from Saturday, 17<sup>th</sup> February, 2024 (9.00 AM) till Monday, 19<sup>th</sup> February, 2024 (5.00 PM).

Mr. Jayesh Shah, Practicing Company Secretary, Partner of M/s. Rathi & Associates, Company Secretaries was appointed as Scrutinizer for conducting the remote e-voting process and e- voting through InstaVote facility during the EGM held in Video Conferencing (VC) / Other Audio Visual Means (OAVM) Mode without physical presence of the Members at a common venue in compliance with the above said Circulars. The Scrutinizer has submitted his report and the voting results are as follows:

**Resolution No. 1 – Special Resolution for;**

Approval to create, offer and issue 19,30,000 (Nineteen Lacs Thirty Thousand) fully paid up Equity Shares of Rs. 10/- (Rupees Ten only) each on preferential basis to the Proposed Allottees.





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Sr. No.	Particulars		
		No. of Memembs who voted	No. of Shares voted
a.	Votes cast through e-voting at EGM	6	65
b.	Votes cast through remote e-voting	26	7,035,794
	<b>Total</b>	<b>32</b>	<b>7,035,859</b>
c.	Less: Invalid voting	-	-
d.	<b>Net Valid voting</b>	<b>32</b>	<b>7,035,859</b>
	(i) Voting with assent for the Resolution	32	7,035,859
	<b>% of Assent</b>		<b>100.00</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>% of Dissent</b>		<b>0</b>

Accordingly, I, Arvind Kajaria, Chairman & Managing Director and authorized Director hereby declare that the 1 (One) resolution, as set out in the Notice of the EGM dated 19<sup>th</sup> January, 2024 have been approved by the members of the Company with requisite majority.

For IntraSoft Technologies Limited

**Arvind Kajaria**  
**Chairman**

DIN: 00106901

Date: 21<sup>st</sup> February, 2024





# 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

February 20, 2024

To,  
The Chairman / Company Secretary  
**INTRASOFT TECHNOLOGIES LIMITED**  
A-502, Prathamesh, Raghuvanshi Mills Ltd. Compound,  
Senapati Bapat Marg, Lower Parel,  
Mumbai – 400 013.

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting and e-voting at Extra-Ordinary General Meeting (EGM) of the Members of Intrasoft Technologies Limited held on February 20, 2024**

Intrasoft Technologies Limited ("the Company") has vide resolution passed by its Board of Directors at their meeting held on January 19, 2024, appointed the undersigned as the Scrutinizer to issue report on voting pattern on votes cast through remote e-voting and e-voting at EGM on the resolution contained in the EGM Notice dated January 19, 2024, as prescribed under Section 108 of the Companies Act, 2013 ("the Act"), as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), placed for the approval of Members of the Company.

Pursuant to General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD-PoD2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India ("SEBI Circulars") permitted the holding of the EGM through VC/ OAVM. In compliance with the aforementioned circulars and the relevant provisions of the Companies Act, 2013 ('the Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Extra-Ordinary General Meeting of the Company ("EGM") is being held through VC/ OAVM Mode.



The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder, MCA Circulars and SEBI Listing Regulations, 2015 read with SEBI Circulars, relating to remote e-voting and e-voting at EGM on the resolution contained in the aforesaid Notice of the EGM of the Members of the Company.

My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to the EGM and e-voting at EGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolution, based on the reports generated from the remote e-voting and e-voting system at EGM as per the facility provided by Link Intime India Private Limited, the agency engaged by the Company to provide remote e-voting facility prior to EGM and e-voting facility at the EGM.

As required under Section 101 of the Act, a Notice of EGM along with Explanatory Statement under Section 102 of the Act, was sent to the Members by permitted means as per the MCA Circulars and SEBI Circular.

Following resolution was proposed for approval by remote e-voting and e-voting at the EGM by the Members of the Company.

**Resolution No. 1** as a **Special Resolution** for approval to create, offer and issue fully paid up 19,30,000 (Nineteen Lacs Thirty Thousand) Equity shares of Rs. 10/- (Rupees Ten only) each on preferential basis to the Proposed Allottees.

The Company provided remote e-voting facility to the members to cast votes on aforesaid resolution prior to the EGM. The Company also provided e-voting facility at the EGM to those Members who did not cast their votes through remote e-voting facility, to enable them to cast their votes on the aforesaid resolution.

Remote e-voting facility was made available to Members of the Company to cast their votes from 9.00 a.m. of Saturday, February 17, 2024 up to 5.00 p.m. on Monday, February 19, 2024 Accordingly, votes cast through remote e-voting up to 5.00 p.m. of February 19, 2024 and votes cast through e-voting at the EGM have been considered for my scrutiny.

After conclusion of EGM, the voting through remote e-voting prior to EGM and e-voting at the EGM were unlocked. In case of Members who had cast votes through remote e-voting as well as e-voting at the EGM, the voting through remote e-voting of such Members was treated as valid. A summary of the votes cast by Members through remote e-voting prior to EGM and e-voting at the EGM with their pattern of voting is as per Annexure attached to this Report.



The results of the voting by members through remote e-voting prior to EGM and e-voting during the EGM in respect of the abovementioned resolution may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this Report.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES,  
COMPANY SECRETARIES



JAYESH SHAH  
PARTNER

MEM. NO. FCS.: 5637

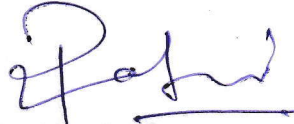
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PEER REVIEW CER.NO.668/2020



COUNTERSIGNED BY  
FOR INTRASOFT TECHNOLOGIES LIMITED



PRANVESH TRIPATHI  
COMPANY SECRETARY  
MEM. NO. ACS.: 16724





**Annexure**

**Resolution No. 1** as a **Special Resolution** for approval to create, offer and issue 19,30,000 (Nineteen Lacs Thirty Thousand) fully paid up Equity Shares of Rs. 10/- (Rupees Ten only) each on preferential basis to the Proposed Allottees.

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c.	Less: Invalid voting	-	-
d.	<b>Net Valid Voting</b>	<b>32</b>	<b>7,035,859</b>
	(i) Voting with assent for the Resolution	32	7,035,859
	<b>Percentage (%) of Assent</b>		<b>100</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>Percentage (%) of Dissent</b>		<b>0</b>

