



# 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

**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 28, 2021 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) Mode.**

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 resolutions set out in the Notice of the Annual General Meeting dated 28<sup>th</sup> June, 2021 for the Annual General Meeting held on 28<sup>th</sup> September, 2021. The Notice of the Annual General Meeting containing all the Agenda Items were sent to the shareholders of the Company on 2<sup>nd</sup> September, 2021 at their emails, whose E-mails were registered with the Company/ Registrar and Share Transfer Agent/ Depositories in terms of the Ministry of Corporate Affairs (MCA) Circulars dated 5<sup>th</sup> May, 2020 read with Circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 13<sup>th</sup> January, 2021. The Remote E-voting was available from 25<sup>th</sup> September, 2021 (9.00 AM) till 27<sup>th</sup> September, 2021 (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 Electronic voting through InstaVote facility during the Annual General Meeting held in VC/OAVM Mode. 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, 2021, and 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, 2021 along with auditors report thereon.

**Resolution No. 2 – Ordinary Resolution**

To declare dividend on Equity Shares for the financial year ended on 31 March 2021.

**Resolution No. 3 – Ordinary Resolution**

To appoint a Director in place of Mr. Sharad Kajaria (DIN 00108036) who retires by rotation and being eligible, offers himself for re-appointment.





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**A summary of Votes Cast through remote e-Voting and electronic voting through InstaVote facility is as under:**

## Resolution 1:

Sr. No.	Particulars	Resolution 1	
		No. of Members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM.	4	255,953
b.	Votes cast through remote e-voting	46	7,708,664
	<b>Total</b>	<b>50</b>	<b>7,964,617</b>
c.	Less: Invalid voting	-	-
d.	<b>Net valid voting</b>	<b>50</b>	<b>7,964,617</b>
	(i) Voting with Assent for the Resolutions	50	7,964,617
	<b>% of Assent</b>		<b>100</b>
	(ii) Voting with Dissent for the Resolutions	0	0
	<b>% of Dissent</b>		<b>0</b>

## Resolution 2:





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Sr. No.	Particulars	Resolution 2	
		No. of Members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM.	4	255,953
b.	Votes cast through remote e-voting	46	7,708,664
	<b>Total</b>	<b>50</b>	<b>7,964,617</b>
c.	Less: Invalid voting	-	-
d.	<b>Net valid voting</b>	<b>50</b>	<b>7,964,617</b>
	(i) Voting with Assent for the Resolutions	50	7,964,617
	<b>% of Assent</b>		<b>100</b>
	(ii) Voting with Dissent for the Resolutions	0	0
	<b>% of Dissent</b>		<b>0</b>

## Resolution 3:

Sr. No.	Particulars	Resolution 3	
		No. of Members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM.	4	255,953
b.	Votes cast through remote e-voting	46	7,708,664
	<b>Total</b>	<b>50</b>	<b>7,964,617</b>





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c.	Less: Invalid voting	-	-
d.	<b>Net valid voting</b>	<b>50</b>	<b>7,964,617</b>
	(i) Voting with Assent for the Resolutions	50	7,964,617
	<b>% of Assent</b>		<b>100</b>
	(ii) Voting with Dissent for the Resolutions	0	0
	<b>% of Dissent</b>		<b>0</b>

Accordingly, I, Arvind Kajaria, Chairman & Managing Director and authorized Director hereby declare that the 3 (Three) resolutions, as set out in the Notice of the Annual General Meeting dated 28<sup>th</sup> June, 2021 have been approved by the members of the Company with requisite majority.

For IntraSoft Technologies Limited

**Arvind Kajaria**  
**Chairman**

DIN: 00106901

Date: September 29, 2021

Place: Mumbai



# 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

29<sup>th</sup> September, 2021

The Chairman/Company Secretary  
Intrasoft Technologies Limited  
A-502, Prathamesh,  
Raghuvanshi Mills Ltd. Compound  
Senapati Bapat Marg,  
Lower Parel, Mumbai- 400013

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting conducted at the 26<sup>th</sup> Annual General Meeting of the Members of Intrasoft Technologies Limited held on 28<sup>th</sup> September, 2021:

Intrasoft Technologies Limited ("the Company") vide resolution passed by the Board of Directors at their meeting held on 28<sup>th</sup> June 2021 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and e-voting conducted at the 26<sup>th</sup> Annual General Meeting (AGM) on the resolutions contained in the Notice dated 28<sup>th</sup> June, 2021 for the AGM, 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, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 02/2021 dated 13<sup>th</sup> January, 2021 (collectively "circulars") issued by the Ministry of Corporate Affairs (MCA). The Company had provided e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting prior to the AGM and e-voting conducted at the AGM on the resolutions contained in the aforesaid Notice of the AGM 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 AGM and e-voting conducted at the AGM 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 resolutions, based on the reports generated from the system related to remote e-voting and e-voting as per the facility provided by Link In time India Private Limited,



the agency engaged by the Company to provide remote e-voting facility prior to AGM and e-voting facility at the AGM.

The Ministry of Corporate Affairs vide above referred circulars permitted companies to hold Annual General Meeting through VC/OAVM, without physical presence of the Members at a common venue. As required under Section 101 of the Act, a Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means as per the circulars issued by MCA and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (i.e., by e-mail). In compliance with the provisions of MCA circulars, the AGM of the Company was held through VC/OAVM. Following resolutions were proposed for approval by remote e-voting and e-voting at the AGM by the Members of the Company:

1. **Resolution No. 1 as an Ordinary Resolution** for consideration and adoption of:
  - a. Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, and the Reports of the Board of Directors and Auditors there on; and
  - b. Audited Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2021 along with Auditors report thereon.
2. **Resolution No. 2 as an Ordinary Resolution** for declaration of Dividend on Equity Shares for the financial year ended on 31<sup>st</sup> March, 2021.
3. **Resolution No.3 as an Ordinary Resolution** for appointment of a Director in place of Mr. Sharad Kajaria (DIN: 00108036), who retired by rotation and being eligible, has offered himself for re-appointment.

The Company had provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility at the 26<sup>th</sup> AGM to those members who did not cast their votes through remote e-voting facility prior to the AGM, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to the shareholders of the Company during the period from 9.00 a.m. on Saturday, 25<sup>th</sup> September, 2021 upto 5.00 p.m. on Monday, 27<sup>th</sup> September, 2021.

Accordingly, votes cast through e-voting platform, upto 5.00 p.m. on Monday, 27<sup>th</sup> September, 2021 have been considered for my scrutiny.

After conclusion of 26<sup>th</sup> Annual General Meeting, the voting through remote e-voting prior to AGM and e-voting at the AGM were unlocked. In case of shareholders who have casted votes through remote e-voting prior to the AGM as well as through e-voting conducted at the AGM, the voting through remote e-voting of such shareholders was treated as valid.

A summary of the votes cast by shareholders through remote e-voting prior to AGM and e-voting conducted at the AGM 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 AGM and e-voting conducted at the AGM in respect of the above-mentioned resolutions 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 counter signed this Report.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES  
COMPANY SECRETARIES



JAYESH SHAH

PARTNER

MEM. NO. FCS 5637

COP NO. 2535

UDIN: F005637C001032806



COUNTER SIGNED BY  
For INTRASOFT TECHNOLOGIES LIMITED



PRANVESH TRIPATHI

COMPANY SECRETARY

MEM. NO. ACS 16724



**Resolution No. 1 as an Ordinary Resolution: Adoption of;**

- a. Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, along with the Reports of the Board of Directors and Auditors thereon; and
- b. Audited Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2021 along with Auditors report hereon.

Sr. No.	Particulars	Resolution No. 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	4	255,953
b.	Votes cast through remote e-voting	46	7,708,664
	<b>Total</b>	<b>50</b>	<b>7,964,617</b>
c.	Less: Invalid voting	-	-
d.	<b>Net Valid voting</b>	<b>50</b>	<b>7,964,617</b>
	(i) Voting with assent for the Resolution	50	7,964,617
	<b>% of Assent</b>		<b>100</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>% of Dissent</b>		<b>0</b>





**Resolution No. 2 as an Ordinary Resolution:** Declaration of Dividend on Equity Shares for the financial year ended on 31<sup>st</sup> March, 2021.

Sr. No.	Particulars	Resolution No. 2	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	4	255,953
b.	Votes cast through remote e-voting	46	7,708,664
	<b>Total</b>	<b>50</b>	<b>7,964,617</b>
c.	Less: Invalid voting	-	-
d.	<b>Net Valid voting</b>	<b>50</b>	<b>7,964,617</b>
	(i) Voting with assent for the Resolution	50	7,964,617
	<b>% of Assent</b>		<b>100</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>% of Dissent</b>		<b>0</b>



**Resolution No. 3 as an Ordinary Resolution:** Appointment of a Director in place of Mr. Sharad Kajaria (DIN: 00108036), who retired by rotation and being eligible, has offered himself for re-appointment.

Sr. No.	Particulars	Resolution No. 3	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	4	255,953
b.	Votes cast through remote e-voting	46	7,708,664
	<b>Total</b>	<b>50</b>	<b>7,964,617</b>
c.	Less: Invalid voting	-	-
d.	<b>Net Valid voting</b>	<b>50</b>	<b>7,964,617</b>
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	(ii) Voting with dissent for the Resolution	0	0
	<b>% of Dissent</b>	<b>0</b>	

