



IntraSoft Technologies Limited

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September 27, 2023

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: Scrutinizer's Report on Voting conducted for 28th Annual General Meeting.

Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, we wish to hereby submit the Scrutinizer's Report issued by M/S. Rathi & Associates, Company Secretaries on the Remote e-voting and the e-voting conducted at the 28th Annual General Meeting of the Company held on 26th September, 2023, on the resolutions set out in the Notice of the Annual General Meeting dated 29th May, 2023.

This is for your information and records.

Thanking You,
Yours faithfully,
For IntraSoft Technologies Limited

Pranvesh Tripathi
Company Secretary & Compliance Officer

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

27th September, 2023

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 conducted at the 28th Annual General Meeting of the Members of Intrasoft Technologies Limited held on 26th September, 2023:

Intrasoft Technologies Limited ("the Company") vide resolution passed by the Board of Directors at their meeting held on 29th May, 2023 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and e-voting conducted at the 28th Annual General Meeting (AGM) on the resolutions contained in the Notice dated 29th May, 2023 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 May 05, 2020 read with Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 02/2022 dated May 05, 2022 and 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (MCA), read with read with Securities Exchange Board of India (SEBI) Circular dated January 5, 2023 bearing Ref. No.: SEBI/HO/CFD/PoD-2/P/CIR/ 2023/4, May 13, 2022 bearing Ref. No: SEBI/HO/CFD/CMD2/CIR/P/2022/62 (collectively "Circulars"). 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

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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.

As required under Section 101 of the Act and the above referred circulars issued by MCA and SEBI, a Notice of AGM along with Explanatory Statement under Section 102 of the Act, was sent to the Members by permitted means, 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 of the members through remote e-voting and e-voting at the AGM:

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 31st March, 2023, and the Reports of the Board of Directors and Auditors there on; and
 - b. Audited Consolidated Financial Statements for the year ended 31st March, 2023 along with Auditors report thereon.
2. **Resolution No.2 as an Ordinary Resolution for appointment of a Director** in place of Mr. Sharad Kajaria (DIN:00108036), who retires 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 28th 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, 23rd September, 2023 upto 5.00 p.m. on Monday, 25th September, 2023. Accordingly, votes cast through e-voting platform, upto 5.00 p.m. on Monday, 25th September, 2023 have been considered for my scrutiny.

After conclusion of 28th 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 cast 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: F005637E001100874
PEER REVIEW CER.NO.668/2020**



**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 31st March, 2023, along with the Reports of the Board of Directors and Auditors thereon; and
- b. Audited Consolidated Financial Statements for the year ended 31st March, 2023 along with Auditors report thereon.

Sr. No.	Particulars	Resolution No. 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	-	-
b.	Votes cast through remote e-voting	45	7,025,415
	Total	45	7,025,415
c.	Less: Invalid voting	-	-
d.	Net Valid voting	45	7,025,415
	(i) Voting with assent for the Resolution	44	7,025,215
	% of Assent		*100
	(ii) Voting with dissent for the Resolution	1	200
	% of Dissent		0

* Rounded off to nearest decimal



Resolution No. 2 as an Ordinary Resolution appointment of a Director in place of Mr. Sharad Kajaria (DIN: 00108036), who retires by rotation and being eligible, has offered himself for re-appointment.

Sr. No.	Particulars	Resolution No. 2	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e –voting at AGM	-	-
b.	Votes cast through remote e-voting	45	7,025,415
	Total	45	7,025,415
c.	Less: Invalid voting	-	-
d.	Net Valid voting	45	7,025,215
	(i) Voting with assent for the Resolution	43	7,025,162
	% of Assent		*100
	(ii) Voting with dissent for the Resolution	2	253
	% of Dissent		0

* Rounded off to nearest decimal

