



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 24, 2017

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,

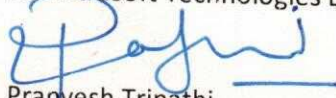
Sub: Filing of Voting Results , Declaration and Scrutinizer Report

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 24th May, 2017 for the Annual General Meeting of the Company held on 22nd August, 2017 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


Prayesh 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 August 22, 2017.

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 24th May, 2017 for the Annual General Meeting held on 22nd August, 2017. The Notice of the Annual General Meeting containing all the Agenda Items were sent to all the shareholders of the Company on 21st July, 2017 at their email / registered address and the E-voting was available from 19th August, 2017 (9.00 AM) till 21st August, 2017 (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, 2017, 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, 2017.

Resolution No. 2 – Ordinary Resolution

To declare dividend on Equity Shares for the financial year ended on 31 March 2017.

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.

Resolution No. 4 – Ordinary Resolution

To ratify the appointment of Statutory Auditors, M/s. Walker Chandiook & Co., Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company and to fix their remuneration.





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Resolution No. 5 – Special Resolution

Re-appointment of Mr. Arvind Kajaria (DIN: 00106901) as Managing Director of the Company.

Resolution No. 6 – Special Resolution

Re-appointment of Mr. Sharad Kajaria (DIN: 00108036) as Whole-time Director of the Company.

Resolution No. 7 – Ordinary Resolution

Appointment of Mr. Ashok Bhandari (DIN: 00012210) as Independent Director.

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	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	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	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00

Resolution 3:

Sr. No.	Particulars	Resolution 3	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,937
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
(i)	Physical Ballot Forms / Remote e-voting with	35	8,463,756





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		assent for the Resolution		
		% of Assent	100.00	100.00
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
		% of Dissent	0.00	0.00

Resolution 4:

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,937
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00

Resolution 5 :

Sr. No.	Particulars	Resolution 5	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,937





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b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00

Resolution 6 :

Sr. No.	Particulars	Resolution 6	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,937
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00





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Resolution 7 :

Sr. No.	Particulars	Resolution 7	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,937
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00

Accordingly, I, Arvind Kajaria, Chairman & Managing Director and authorized Director hereby declare that the 7 (seven) resolutions, as set out in the Notice of the Annual General Meeting dated 24th May, 2017 have been approved by the members of the Company with requisite majority.

For IntraSoft Technologies Limited

Arvind Kajaria
Chairman

DIN : 00106901

Date: August 23, 2017

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

August 23, 2017

The Chairman

INTRASOFT TECHNOLOGIES LIMITED

A-502, Prathamesh

Raghuvanshi Mills Compound

SenapatiBapatMarg, Lower Parel

Mumbai – 400013

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballot process conducted at the 22nd Annual General Meeting of the Members of Intrasoft Technologies Limited held on August 22, 2017:

Intrasoft Technologies Limited ("the Company") has, vide resolution of its Board of Directors dated May 24, 2017, 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 24, 2017 ("Notice") at the 22nd Annual General Meeting held on Tuesday, 22nd August, 2017 (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 22nd 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.



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 to consider and adopt the Standalone Audited Financial Statements for the financial year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon and the Consolidated Audited Financial Statements for the financial year ended March 31, 2017 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 31st March 2017.
3. Resolution No.3: As an 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.
4. Resolution No.4: As an Ordinary Resolution to ratify the appointment of Statutory Auditors, M/s. Walker Chandok & Co., Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company and to fix their remuneration.
5. Resolution No. 5: As Special Resolution to re-appoint Mr. Arvind Kajaria (DIN: 00106901), as Managing Director of the Company.
6. Resolution No.6: As Special Resolution to re-appoint Mr. Sharad Kajaria (DIN:00108036) as Whole-time Director of the Company.
7. Resolution No. 7: As an Ordinary Resolution to appoint Mr. Ashok Bhandari (DIN:00012210) as an Independent Director of the Company.

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 22nd AGM to enable the members 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 Saturday, August 19, 2017 upto 5.00 p.m. of Monday, August 21, 2017. Accordingly, e-votes casted upto 5.00 p.m. of August 21, 2017 have been considered for my scrutiny. Further, the votes casted at the 22nd 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, and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Surabhi Jain and Ms. Sumiti Multani. A summary of the votes casted by shareholders through remote e-voting and by physical ballots at the 22nd 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 22nd 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, 2017 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, 2017 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	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00



For Resolution 2:As an Ordinary Resolution to declare dividend on Equity Shares for the Financial Year ended 31st March 2017.

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00



For Resolution 3:As an Ordinary Resolution to appoint a Director in place of Mr. SharadKajaria(DIN 00108036) who retires by rotation and being eligible, offers himself for re-appointment.

Sr. No.	Particulars	Resolution 3	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00



For Resolution 4:As an Ordinary Resolution to ratify the appointment of Statutory Auditors, M/s. Walker Chandiook & Co., Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company and to fix their remuneration.

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00



For Resolution 5: As Special Resolution to re-appoint Mr. Arvind Kajaria (DIN: 00106901), as Managing Director of the Company.

Sr. No.	Particulars	Resolution 5	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00



For Resolution 6: AsSpecial Resolution to re-appoint Mr. Sharad Kajaria (DIN: 00108036), as Whole-time Director of the Company.

Sr. No.	Particulars	Resolution 6	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00



For Resolution 7: As an Ordinary Resolution to appoint Mr. Ashok Bhandari (DIN: 00012210), as an Independent Director of the Company.

Sr. No.	Particulars	Resolution 7	
		No. of Ballots / Remote E-Voting	No. of votes
a.	Votes casted through physical ballot	21	5,936
b.	Votes through remote e-voting	15	8,458,220
	Total	36	8,464,156
c.	Less: Invalid ballot / remote e-voting confirmations	1	400
d.	Net valid physical ballot / remote e-voting	35	8,463,756
	(i) Physical Ballot Forms / Remote e-voting with assent for the Resolution	35	8,463,756
	% of Assent	100.00	100.00
	(ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	0.00

