

Name of the Company : **INTRASOFT TECHNOLOGIES LIMITED**

Quarter ended : **31st December, 2012**

Particulars	Clause of the Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49 (IA)	Yes	-
(B) Non-executive Directors' compensation & disclosures	49 (IB)	N. A.	Only sitting fee is paid to the Independent Directors. The required disclosures for F.Y. 2011-12 is made in the Annual Report for the year 2011-12 and shall also be made for the year 2012-13.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
II. Audit Committee	49 (II)		-
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	-
(B) Meetings of Audit Committee	49 (IIB)	Yes	-
(C) Powers of Audit Committee	49 (IIC)	Yes	-
(D) Role of Audit Committee	49 (IID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
III. Subsidiary Companies	49 (III)	Yes*	-
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	Yes	Disclosures for the F.Y. 2011-12 is made in the Annual Report for the year 2011-2012 and shall also be made for the year 2012-13.
(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	Disclosures for the F.Y. 2011-12 is made in the Annual Report for the year 2011-2012 and shall also be made for the year 2012-13.



(C) Board Disclosures	49 (IVC)	Yes	Disclosures for the F.Y. 2011-12 is made in the Annual Report for the year 2011-2012 and shall also be made for the year 2012-13.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	Yes	Necessary disclosures with regards to utilization of funds raised through IPO have been disclosed to the recognized Stock Exchanges from time to time.
(E) Remuneration of Directors	49 (IVE)	Yes	Complied with for the F.Y. 2011-12 and will be complied for the F.Y. 2012-13.
(F) Management	49 (IVF)	Yes	Management Discussion and Analysis Report was circulated along with the Annual Report for F.Y. 2011-2012 and necessary compliance will be made for the F.Y. 2012-13.
(G) Shareholders	49 (IVG)	Yes	In the event of appointment or re-appointment of Directors, the shareholders are provided required details.
V. CEO/CFO Certification	49 (V)	Yes	Certification for the F.Y. 2011-12 has been obtained from Managing Director of the Company and necessary certifications will be obtained for the F.Y. 2012-13.
VI. Report on Corporate Governance	49 (VI)	Yes	Corporate Governance Report for the year ended 31 st March, 2012 was annexed along with the Annual Report for the year



			2011-12. Further Quarterly Compliance Reports are regularly submitted to the Stock Exchanges.
VII. Compliance	49 (VII)	Yes	Compliance Certificate for the F.Y. ended 31 st March 2012 was annexed to the Annual Report for the year 2011-12 and shall also comply with the F.Y. 2012-13.

* There are three wholly owned subsidiaries of the Company of which one subsidiary is incorporated under the provisions of the Companies Act, 1956 and two are foreign subsidiaries of which one is incorporated in Singapore and another in USA.

For IntraSoft Technologies Limited



Rakesh Dhanuka
Company Secretary



Date: 7th January, 2013