

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

Quarter ended : **31<sup>st</sup> December, 2013**

Particulars	Clause of the Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	Yes	-
(B) Non-executive Directors' compensation & disclosures	49 (IB)	N. A.	Only sitting fees is paid to the Independent Directors. Necessary disclosures had been made in the Annual Report for the FY 2012-13.
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
<b>II. Audit Committee</b>	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	-
<b>III. Subsidiary Companies</b>	49 (III)	Yes*	-
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	Yes	Disclosures for the FY 2012-13 was made in the Annual Report for the FY 2012-2013 and necessary disclosures for the FY 2013-14 will be made in the Annual Report for the FY 2013-14.
(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	Disclosures for the FY 2012-13 was made in the Annual Report for the FY 2012-2013 and necessary disclosures for the FY 2013-14 will be made in the Annual Report for the FY 2013-14.




(C) Board Disclosures	49 (IVC)	Yes	Disclosures for the FY 2012-13 was made in the Annual Report for the FY 2012-2013 and necessary disclosures for the FY 2013-14 will be made in the Annual Report for the FY 2013-14.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	-
(E) Remuneration of Directors	49 (IVE)	Yes	Complied with for the FY 2012-13.
(F) Management	49 (IVF)	Yes	Management Discussion and Analysis Report was circulated along with the Annual Report for FY 2012-2013 and will be complied with for the FY 2013-14.
(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	Necessary certifications have been obtained from the Managing Director for the FY 2012-13 and necessary certificate will be obtained for the FY 2013-14.
VI. Report on Corporate Governance	49 (VI)	Yes	Corporate Governance Report for the year ended 31 <sup>st</sup> March, 2013 was annexed with the Annual Report for the FY 2012-13. Further Quarterly Compliance Reports are regularly submitted to the



			Stock Exchanges.  Report on Corporate Governance for the FY 2013-14 will be furnished in the Annual Report for the FY 2013-14.
<b>VII. Compliance</b>	49 (VII)	Yes	Compliance Certificate for the financial year ended 31 <sup>st</sup> March 2013 was annexed to the Annual Report for the FY 2012-13 and necessary Certificate will be furnished in the Annual Report for the FY 2013-14.

\* 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 Ltd



Rakesh Dhanuka  
Company Secretary & Compliance Officer



Date: January 3, 2014