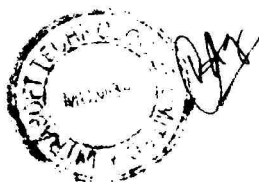


Name of the Company : INTRASOFT TECHNOLOGIES LIMITED  
Quarter ending on : 31<sup>st</sup> March, 2011

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 fee is paid to the Independent Directors. The required disclosures have been made in the Annual Report for the Financial Year 2009-10 and shall also be made in the Financial Year 2010-11.
(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) Meeting 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	Disclosed in the Annual Report for the Year 2009-2010 and shall be disclosed in the Annual Report for the Financial Year 2010-2011.

Contd... 2



(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	Disclosed in the Annual Report for the Year 2009-2010 and shall be disclosed in the Annual Report for the Financial Year 2010-2011.
(C) Board Disclosures	49 (IVC)	Yes	Disclosed in the Annual Report for the Year 2009-2010 and shall be disclosed in the Annual Report for the Financial Year 2010-2011.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	Yes	Utilized for the purpose for which it was raised and the unutilized fund has been earmarked and kept it in the separate account.
(E) Remuneration of Directors	49 (IVE)	Yes	Complied with for the F.Y. 2009-10 and will be complied for the F.Y. 2010-11.
(F) Management	49 (IVF)	Yes	Management Discussion and Analysis Report was circulated along with the Annual Report of Financial Year 2009-2010 and necessary compliance will be made for the financial year 2010-11.

