

**Corporate Governance Report**

1. Name of the Listed Entity : IntraSoft Technologies Ltd  
 2. Quarter ending : June 30, 2017

I. Composition of Board of Directors:

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category* (Chairperson / Executive / Non Executive / Independent / Nominee)	Date of appointment in the current term / cessation*	Tenure**	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Arvind Kajaria	AGDPK5670 M 00106901	Executive Director	01.04.2014	-	1	2	0
Mr.	Sharad Kajaria	AFWPK8887 L 00108036	Executive Director	01.04.2014	-	1	0	0
Mr.	Anil Agrawal	AFGPA8054 H 00122053	Independent Director	29.08.2014	5 years	1	2	1
Mr.	Rupinder Singh	AMEPS7842 Q 02815733	Independent Director	29.08.2014	5 years	1	2	0
Ms.	Savita Agarwal	ADSPG1780 C 00062183	Independent Director	30.06.2014	5 years	1	1	1
Mr.	Ashok Bhandari	ADUPB5894 Q 00012210	Independent Director	18.03.2017	5 years	3	1	0

\* None of the directors ceased during the Reporting period.

II. Composition of Committees:

Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non Executive / Independent / Nominee)
1. Audit Committee	1) Ms. Savita Agarwal 2) Mr. Arvind Kajaria 3) Mr. Anil Agrawal 4) Mr. Rupinder Singh	1) Independent (Chairperson of the Committee) 2) Executive 3) Independent 4) Independent
2. Nomination & Remuneration Committee	1) Mr. Rupinder Singh 2) Mr. Anil Agrawal 3) Ms. Savita Agarwal 4) Mr. Ashok Bhandari	1) Independent (Chairman of the Committee) 2) Independent 3) Independent 4) Independent
3. Stakeholder Relationship	1) Mr. Anil Agrawal	1) Independent (Chairman of the

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Committee	2) Mr. Arvind Kajaria 3) Mr. Rupinder Singh 4) Mr. Ashok Bhandari	Committee) 2) Executive 3) Independent 4) Independent
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### III. Meeting of the Board of Directors

Date(s) of the meeting (if any in the previous quarter)	Date(s) of the meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
6 <sup>th</sup> February, 2017	24 <sup>th</sup> May, 2017	66 days
18 <sup>th</sup> March, 2017		

### IV. Meeting of Committees

Date(s) of the meeting of the committee in the relevant quarter	Whether requirement of quorum met	Date of the meeting of the Committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
24 <sup>th</sup> May, 2017	Yes	6 <sup>th</sup> February, 2017	106 days

### V. Related Party Transactions

Subject	Compliance status (Yes / No/ N.A.)
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes.

### Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - Audit Committee
  - Nomination & Remuneration Committee
  - Stakeholders' Relationship Committee
- The Committee Members have been made aware of their powers, roles and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- This report / or the report submitted in the previous quarter have been placed before the Board of Directors. There was no comments/observations/advice of the Board of Directors.

For IntraSoft Technologies Ltd

Pranvesh Tripathi  
Company Secretary & Compliance Officer

