

## Corporate Governance Report

1. Name of the Listed Entity : IntraSoft Technologies Ltd  
 2. Quarter ending : September 30, 2016

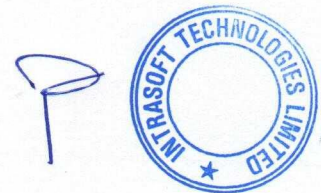
I. Composition of Board of Directors: Same as previous quarter

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	AGDPK5670M00106901	Executive Director	01.04.2014	-	1	2	0
Mr.	Sharad Kajaria	AFWPK8887L00108036	Executive Director	01.04.2014	-	1	0	0
Mr.	Anil Agrawal	AFGPA8054H00122053	Independent Director	29.08.2014	5 years	1	2	1
Mr.	Rupinder Singh	AMEPS7842Q02815733	Independent Director	29.08.2014	5 years	1	2	0
Ms.	Savita Agarwal	ADSPG1780C00062183	Independent Director	30.06.2014	5 years	1	1	1

\* 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	1) Independent (Chairman of the Committee) 2) Independent 3) Independent
3. Stakeholder Relationship Committee	1) Mr. Anil Agrawal 2) Mr. Arvind Kajaria 3) Mr. Rupinder Singh	1) Independent (Chairman of the Committee) 2) Executive 3) Independent



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)
22 <sup>nd</sup> April, 2016	5 <sup>th</sup> August, 2016	69 Days
9 <sup>th</sup> May, 2016		
27 <sup>th</sup> May, 2016		

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)
5 <sup>th</sup> August, 2016	Yes	27 <sup>th</sup> May, 2016	69 Days
25 <sup>th</sup> July, 2016	Yes	-	-

\* This information is only for Audit Committee Meeting.

V. Related Party Transactions

Subject	Compliance status (Yes / No/ N.A.)
Whether prior approval of audit committee obtained	Yes
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 and / 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.

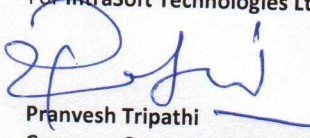
Broad Heading	Regulation Number	Compliance Status	Company Remarks
Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors Report, Corporate Governance Report, Business Responsibility Report displayed on Website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the	18 (1)(d)	Yes	

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Annual General Meeting			
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes	
Whether Corporate Governance Report disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

For IntraSoft Technologies Ltd



Pranvesh Tripathi  
Company Secretary & Compliance Officer

