

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Intrasoft Technologies Limited**  
 2. Quarter ending - **31-Mar-2019**

**i. Composition Of Board Of Director**

	Name of the Director	DIN	PAN	Category (Chair person /Executive/Non-Executive/Independent/Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No 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	Membership in Committees of the Company	Remarks
Mr	Arvind Kajaria	00106901	AGDPK5670M	C & ED	MD	01-Apr-2014			1	2	0	AC,SC	
Mr	Sharad Kajaria	00108036	AFWPK8887L	ED		01-Apr-2014			1	0	0		
Mr	Anil Agrawal	00122053	AFGPA8054H	ID		29-Oct-2010		60	1	2	1	AC,SC,NRC	
Mr	Rupinder Singh	02815733	AMEPS	ID		12-Oct-2009		60	1	2	0	AC,SC,NRC	



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Mr s.	Savita Agarwal	00062183	AD SPG 178 0C	ID		30- Jun- 2014		60	1	1	1		AC,NRC
Mr	Ashok Bhandari	00012210	AD UP B58 94Q	ID		18- Mar- 2017		60	7	7	0		SC,NRC

Company Remarks	Mrs Savita Agarwal is a Woman Independent Director present on the Board
Whether Permanent chairperson appointed	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Rupinder Singh	ID	Member	30-Jun-2014	
2	Anil Agrawal	ID	Member	30-Jun-2014	
3	Arvind Kajaria	C & ED	Member	30-Jun-2014	
4	Savita Agarwal	ID	Chairperson	30-Jun-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashok Bhandari	ID	Member	18-Mar-2017	
2	Rupinder Singh	ID	Member	30-Jun-2014	





3	Arvind Kajaria	C & ED	Member	30-Jun-2014	
4	Anil Agrawal	ID	Chairperson	30-Jun-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	No

**d. Nomination and Remuneration Committee**

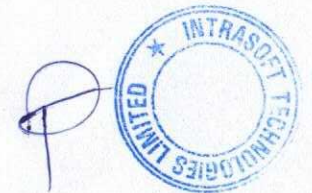
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Rupinder Singh	ID	Chairperson	30-Jun-2014	
2	Anil Agrawal	ID	Member	30-Jun-2014	
3	Ashok Bhandari	ID	Member	18-Mar-2017	
4	Savita Agarwal	ID	Member	30-Jun-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
14-Nov-2018	12-Feb-2019
	30-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	89





iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	14-Nov-2018	12-Feb-2019		Yes
Stakeholders Relationship Committee	14-Nov-2018	16-Jan-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	89

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - Yes

2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. 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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:


Name : Pranvesh Tripathi  
Designation : Company Secretary & Compliance Officer



**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	<b>Company Remark</b>	<b>Website</b>
Details of business	Yes		www.itlindia.com
Terms and conditions of appointment of	Yes		www.itlindia.com
Composition of various committees of	Yes		www.itlindia.com
Code of conduct of board of directors and	Yes		www.itlindia.com
Details of establishment of vigil mechanism/	Yes		www.itlindia.com
Criteria of making payments to non-	Not		
Policy on dealing with related party	Yes		www.itlindia.com
Policy for determining 'material' subsidiaries	Yes		www.itlindia.com
Details of familiarization programs imparted	Yes		www.itlindia.com
Contact information of the designated officials of the listed	Yes		www.itlindia.com
email address for grievance redressal and	Yes		www.itlindia.com
Financial results	Yes		www.itlindia.com
Shareholding pattern	Yes		www.itlindia.com
Details of agreements entered into with the media companies and/or	Not Applicable		
New name and the old name of the listed	Not		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Not Applicable	
<i>Minimum Information</i>	17(7)	Yes	

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Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(5),(6),(7) &	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Not Applicable	
Approval for material related party transactions	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

<b>Other Information</b>	
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Name :  Pranvesh Tripathi  
Designation : Company Secretary & Compliance Officer

