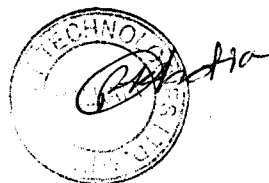


IntraSoft Technologies Ltd.



Report and Accounts 2008 - 2009

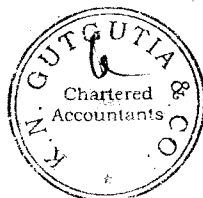
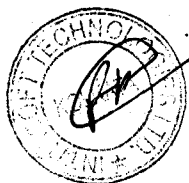


K. N. GUTGUTIA & CO.CHARTERED ACCOUNTANTS
KOLKATA • NEW DELHI**AUDITORS' REPORT**PHONE : 2287-3735/56
FAX : 91-033-22873756
E-mail : kng_kol@vsnl.net
6C, MIDDLETON STREET
FLAT NO. 23 (2ND FLOOR)
KOLKATA-700071To
The Members,

1. We have audited the attached Balance Sheet of INTRASOFT TECHNOLOGIES LIMITED as at 31st March, 2009, Profit & Loss Account and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These Financial Statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these Financial Statements based on our audit.
2. We have conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free of material misstatement. An Audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the Financial Statements. An Audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003 as amended, issued by the Central Government of India in terms of Sub-Section (4A) of the Section 227 of the Companies Act, 1956, we enclose in the Annexure a Statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above we report that :-
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief, were necessary for the purpose of our audit.
 - (b) In our opinion, proper books of accounts as required by law have been kept by the Company, so far as appears from our examination of those books.
 - (c) The Balance Sheet, Profit & Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - (d) In our opinion, the company has complied with the Accounting Standards as referred to in Sub-Section 3C of Section 211 of the Companies Act, 1956.
 - (e) On the basis of written representations received from the directors of the Company as at 31st March, 2009 and taken on record by the Board of Directors, we report that no director is disqualified from being appointed as a director of the Company under clause (g) of sub-section (1) of section 274 of the Companies Act, 1956; and
 - (f) In our opinion and to the best of our information and according to the explanations given to us, the annexed accounts read together with the schedules give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view :-
 - (i) In the case of the Balance Sheet ; of the state of affairs of the Company as at 31st March, 2009 ;
 - (ii) In the case of the Profit and Loss Account ; of the Profit of the Company for the year ended on that date.
 - (iii) In the case of the Cash Flow Statement of the Cash Flow for the year ended on that date.

6C, Middleton Street

Kolkata, the 30th day of June , 2009

For **K. N. GUTGUTIA & CO.**
Chartered Accountants

K. C. SHARMA
Partner

Membership No. : 50819

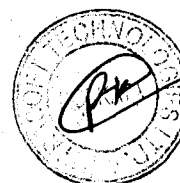
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ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in Paragraph 3 of our Report of even date)

- With reference to the Annexure referred to in paragraph 3 of the Auditors' Report to the members of INTRASOFT TECHNOLOGIES LIMITED on the financial statements for the year ended 31st March, 2009, we report that;
 - i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - (b) Fixed Assets have been physically verified by the management during the year. In our opinion, the frequency of verification of the fixed assets by the management is reasonable having regard to the size of the company and the nature of its assets and no material discrepancies were noticed on such physical verification.
 - (c) In our opinion and according to the information and explanations given to us, no substantial part of fixed assets has been disposed off by the company during the year.
 - ii. The company's nature of operations does not require to hold inventories.
 - iii. The Company has neither granted nor taken any loans, secured or unsecured to / from Companies, firms or other parties listed in the Register maintained under section 301 of the Companies Act, 1956.
 - iv. In our opinion and according to the information and explanations given to us there are adequate internal control procedures commensurate with the size of the company and nature of its business with regard to purchase of fixed assets, services and sale of services. During the course of our audit, no major weakness has been noticed in internal control procedures.
 - v. The Company has not entered into contracts or arrangements particulars of which need to be entered into the register maintained in Section 301 of the Companies Act, 1956.
 - vi. The Company has not accepted any deposits from the public.
 - vii. The Company has an internal audit system which, in our opinion, is commensurate with its size and nature of its business.
 - viii. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956 in respect of services carried out by the company.
 - ix. (a) the company is regular in depositing undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, cess and other statutory dues with appropriate authorities, wherever applicable. There is no outstanding statutory dues at the end of the financial year for a period of more than six months from the date they became payable.
 - (b) according to the information and explanations given to us no disputed amount is outstanding in respect of income-tax, sales-tax, wealth-tax, service tax customs duty, excise duty and cess at the end of the financial year.
 - x. The Company has neither accumulated losses at the end of the financial year nor it has incurred any cash losses during the financial year and in the financial year immediately preceding such financial year.
 - xi. The Company has taken loans from the bank against hypothecation of motor cars and is regular in payment of installments of the same.



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- xii. Based on our examination and according to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. The Company is not a chit fund, nidhi, mutual benefit fund or a society. Accordingly, clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 is not applicable.
- xiv. According to the information and explanations given to us, the company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 is not applicable.
- xv. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from Banks or Financial Institutions except lien on fixed deposit with a Bank for overdraft facility taken by a subsidiary company.
- xvi. The Company has not taken any term loans during the year from Bank / Financial Institution.
- xvii. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we are of the opinion that the funds raised on short-term basis have not been used for long term investment.
- xviii. The Company has not made any preferential allotment of shares to and companies/firms/parties covered in the register maintained under Section 301 of the Companies Act, 1956.
- xix. The Company has not issued any debentures.
- xx. The Company has not raised any money by way of public issue during the year.
- xxi. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

6C, Middleton Street

Kolkata, the 30th day of June, 2009



For **K. N. GUTGUTIA & CO.**
Chartered Accountants

(Signature)
K. C. SHARMA
(Partner)

Membership No. : 50819



IntraSoft Technologies Ltd.

Balance Sheet as at 31st March, 2009

	Schedule	31st March, 2009 (Rupees)	31st March, 2008 (Rupees)
I. SOURCES OF FUNDS			
A. SHAREHOLDERS' FUNDS			
(a) Share Capital	1	209,403,925.00	209,403,925.00
(b) Reserve & Surplus	2	198,952,658.24	146,673,120.19
B. LOAN FUNDS			
Secured Loans	3	10,746,867.99	
C. DEFERRED TAX LIABILITY (Net)		2,057,251.00	520,750.00
TOTAL		421,160,702.23	356,597,795.19
II. APPLICATION OF FUNDS			
A. FIXED ASSETS	4		
(a) Gross Block		100,191,812.00	72,671,538.38
(b) Less : Depreciation		53,357,849.40	47,463,012.84
(c) Net Block		46,833,962.60	25,208,525.54
(d) Capital work In progress		104,231,653.79	76,493,886.79
		151,065,616.39	101,702,412.33
B. INVESTMENTS	5	20,717,000.00	20,717,000.00
C. CURRENT ASSETS, LOANS & ADVANCES	6		
(a) Sundry Debtors		32,230,430.28	33,302,945.08
(b) Cash & Bank Balances		179,692,260.33	195,973,523.22
(c) Other Current Assets		3,246,049.79	3,261,801.74
(d) Loans & Advances		28,988,999.20	12,183,373.54
		244,157,739.60	244,721,643.58
Less : Current Liabilities and Provisions	7		
(a) Current Liabilities		32,514,910.13	9,371,700.78
(b) Provisions		1,931,442.98	2,141,439.94
		34,446,353.11	11,513,140.72
NET CURRENT ASSETS		209,711,386.49	233,208,502.86
Miscellaneous Expenditures (To the extent not written off or adjusted)		39,666,699.35	969,880.00
TOTAL		421,160,702.23	356,597,795.19

SIGNIFICANT ACCOUNTING POLICIES
AND NOTES ON ACCOUNTS

15

Schedules 1-7 and 15 referred to above form an integral part of the Balance Sheet.

As per our report of even date annexed herewith
For K. N. GUTGUTIA & CO.
Chartered Accountants

For and on behalf of the Board


K. C. Sharma

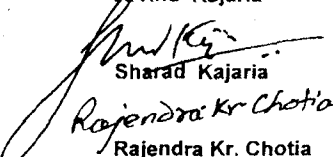
(Partner)

Membership No. : 50819

Kolkata, the 30th Day of June, 2009

Arvind Kajaria

Sharad Kajaria


Rajendra Kr Chotia

Managing Director

Director

Company Secretary

