



IntraSoft Technologies Limited

Regd. Office : 502A Prathamesh, Raghuvanshi Mills Compound, S. B. Marg, Lower Parel, Mumbai - 400 013
T: +91-22-4004-0008 **F:** +91-22-2490-3123 **E:** intrasoft@itlindia.com **W:** www.itlindia.com **CIN :** L24133MH1996PLC197857
Corp. Office : Suite 301, 145 Rash Behari Avenue, Kolkata - 700 029. **Tel:** +91-33-4023-1234 **Fax:** +91-33-2464-6584

Date: December 3, 2025

To,
Corporate Relationship Department
BSE Limited
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001

To,
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Mumbai – 400 051

Scrip code: 533181 / ISFT

Sub: Outcome of the Board Meeting under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to the provisions of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in its meeting held on Wednesday, December 3, 2025 has inter-alia noted, considered and approved:

1. Investment in Equity Shares of IntraSoft Ventures Pte. Limited, Singapore, Wholly Owned Subsidiary of the Company engaged in managing the E-Commerce business of its subsidiary in USA, upto USD 1.75 million approx. for cash at a price of approx. USD 6.90 per equity share. The said price shall be subject to the final valuation report of the equity share of the said Company to be obtained from a Valuer. The Subsidiary will use the capital raised for its main business activities. The investment will be completed within the period of 3 (three) months in one or more tranches. Post investment IntraSoft Venture Pte. Limited shall continue to be the Wholly Owned Subsidiary of the Company.

The relevant disclosures, as required under Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed in **Annexure - I** hereto.





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2. Scheme of Amalgamation of One Two Three Greetings (India) Private Limited, a Wholly Owned Subsidiary (Transferor Company) with IntraSoft Technologies Limited (Transferee Company) under Section 230 to 233 and other applicable provisions of the Companies Act, 2013, as amended (the "Act", and such scheme of merger/amalgamation, the "Proposed Scheme").

Additionally, the Proposed Scheme is subject to the receipt of approval from the shareholders and creditors of One Two Three Greetings (India) Private Limited and IntraSoft Technologies Limited, the National Company Law Tribunal (the "NCLT"), the Securities and Exchange Board of India ("SEBI") as applicable and such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary.

The relevant disclosures, as required under Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure - II** hereto.

The Board Meeting commenced at 03:30 P.M. and concluded at 04:00 P.M.

This is for your information and records

Yours faithfully,
For **IntraSoft Technologies Limited**

Aakash Kumar Singh
Company Secretary & Compliance Officer





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Annexure - I

Disclosure under Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sl. No.	Particulars	Details
1	Name of the target entity	IntraSoft Ventures Pte. Limited
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Wholly Owned Subsidiary
3	Industry to which the entity being acquired belongs	E-Commerce Business
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Further investment in the e-commerce business of the subsidiary and the Company will remain a Wholly Owned Subsidiary post investment
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition	3 (three) months
7	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration
8	Cost of acquisition and/or the price at which the shares are acquired	USD 6.90 approx. per equity share. The said price shall be subject to the final valuation report of the equity share of the said Company to be obtained from a Valuer
9	Percentage of shareholding / control acquired and / or number of shares acquired	After the proposed infusion the Company will continue to hold 100% shareholding of its subsidiary.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Not applicable, as the said wholly owned subsidiary being subsidiary of the Company since Incorporation, engaged in the business of e-commerce for the purpose of for which it was formed by the Company. Under the present proposal the Company will further infuse the funds for its business activities.





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Annexure - II

Disclosure under Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sl. No.	Particulars	Details
1	Name of the entity(ies) forming part of the amalgamation / merger, details in brief such as, size, turnover etc.	One Two Three Greetings (India) Private Limited
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	The proposed merger is wholly owned subsidiary with the Company. No promoter / promoter group / promoter companies have interest in the said proposal.
3	Area of business of the entity(ies)	E-Commerce business
4	Rationale for amalgamation / merger	Consolidation of Business activity
5	In case of cash consideration - amount or otherwise share exchange ratio	The proposed merger is wholly owned subsidiary with the Company, no consideration will require to be paid by the Company.
6	Brief details of change in shareholding pattern (if any) of listed entity	There will not be any change in shareholding pattern of the Company, as there will not be any issue of shares since the proposal is related to merger of wholly owned subsidiary with the Company.

