

Ref: ITL/SE/2023-24/29

Date: September 04, 2023

To,

The Manager,
Corporate Relation Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400001.

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor; Plot No. C/1
G Block, Bandra Kurla Complex, Bandra (East),
Mumbai – 400051

Scrip Code: 532326

Symbol: INTENTECH;

Sub: Notice of 33rd Annual General Meeting (AGM) and Annual Report 2022-23

Dear Sir / Madam,

This is to inform you that the 33rd Annual General Meeting (AGM) of the Company is scheduled to be held on Friday, September 29, 2023 at 12:00 noon (IST) through Video Conferencing ('VC') facility or other audio visual means ('OAVM'), in accordance with the Circular issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

Pursuant to Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed Notice convening the 33rd AGM of the Company and 33rd Annual Report for the Financial Year 2022-23. The 33rd AGM Notice along with Annual Report 2022-23 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent/Depositories as per the above said circulars.

The 33rd Annual Report of the Company for FY 2022-23 is also available on the website of the Company at: <https://in10stech.com/investors/annual-reports>

Kindly take the same on record.

Thanking you,
Yours Faithfully,
For **Intense Technologies Limited**



Pratyusha Podugu
Company Secretary and Compliance Officer



Intense Technologies Limited
A1, Vikramপুরi, Secunderabad – 500 009.
Telangana, India
T : +91 40 44558585 F : +91 40 27819040
E : info@in10stech.com CIN - L30007TG1990PLC011510
Our Global Offices : Dubai | Florida | London | Singapore

Our intensity.
Your agility.

Unleashing the Power of Data & AI Enabled Tech Services

Annual Report
2022-23



In10s^{AI}

Intense Technologies Limited



**Tried, Tested,
and Trusted by Fortune
500s, our enterprise
software products are
used globally for the
digitalization of customer
experience lifecycle.**

An Insight into Intense Technologies

Intense Technologies Limited is a publicly listed, global enterprise software products and services company, headquartered in India with a strong presence in BFSI, Telecom and Government verticals. Our solutions are tried, tested and trusted by Fortune 500s for the digitalization of their customer experience lifecycle.

Intense with its continuous innovation has contributed to the growth of marquee enterprise customers in the field of Telecom, Banking, Utilities and Insurance and has played a vital role in e-governance projects. We serve customers across 4 continents, are a leading player in the telecom and private sector banks and insurance domain in India. With 20+ years of experience in telecom and insurance domains, and an award-winning product

portfolio, our 500+ skilled workforce bring a deep industry experience, together with New IT and skills to drive business value and growth.

Designed for building digital ecosystems with business process automation, Data Management, Data & AI-Tech, and personalized Digital Customer Engagement, Intense Technologies Limited processes billions of dollars of critical data, helps onboard more than 3 million customers per month, sends more than 400 million notifications every day, and has a 500 million customer base across engagements. We are focused on leveraging next-generation technologies to enable end-to-end digital transformation for global customers.



Board of Directors



Mr. C.K. Shastri

Chairman & Managing Director

Mr. C.K. Shastri founded Intense Technologies – pioneering in the domains of digital transformation and customer experience – putting India on the global stage in enterprise software products.

Under his leadership, Intense grew from strength to strength to be eventually recognized as a global technology leader.

He believes in 'leadership through transparency and has set an example in corporate excellence by adhering to the best practices in management. He is a people person, passionate about building teams and mentoring miracles.



Mr. Jayant Dwarkanath

Whole-time Director

Mr. Jayant Dwarkanath is a Bachelor of Engineering and an MBA from Osmania University. He looks after the overseas operations of the company and has been instrumental in tie-ups with global majors for overseas distribution of the company's software products. He is exploring opportunities in the US and Europe.

He does not see the world in terms of clients or partners, rather as one comprising of excellence-oriented corporations to whom he would like to hold out the invitation – to join our network and benefit from our enterprise agility.



Ms. Anisha Shastri

Whole-time Director

Ms. Anisha Shastri Chidella comes with a diverse experience of working with large enterprises, SMEs and startups. Her expertise lies in building corporate and product strategies. Having consulted for large clients in the Telecommunications, BFSI and Health Care industries, she comes with immense domain knowledge in these industries and a strong passion to solve problems. She holds an MBA in Entrepreneurship from Babson College, U.S.A and a Bachelor of Engineering, Information Technology from Osmania University. Currently, Anisha handles business strategy and overseas growth for Intense.

Independent & Non-Executive

Mr. Tikam Sujan

Mr. Tikam Sujan is a strategic investor in the technology space based at Miami, Florida, USA and is the Chairman of a successful IT services providing business in North & South America. He has over 24 years of experience in operating in the American geography.

Mr. Shyamsunder Mallick

Vadlamani **M,M,C,C,M**

Mr. Shyamsunder Mallick Vadlamani holds a degree in Mechanical Engineering and is an esteemed alumnus of the Institute of Rural Management Anand (IRMA). He boasts of an extensive experience in diverse roles that have significantly contributed to driving business growth. Mr. Vadlamani's professional journey includes tenures at M/s. Hindustan Packaging Company Limited and A&R Packaging Limited. Subsequently, he embarked on the path of entrepreneurship by establishing Superpack Packaging Machines Private Limited; Kytes Marketing Pvt. Ltd. Beyond his professional pursuits, Mr. Vadlamani is an enthusiastic and engaged member of Heartfulness, at Kanha Shanti Vanam, a serene enclave near Hyderabad in Telangana. He wholeheartedly dedicates himself as a volunteer, actively participating in a multitude of activities for this esteemed organization

Mrs. V. Sarada Devi

M,M,M,M,M

Mrs. Sarada Devi is a Post Graduate and LLB. She is a practicing lawyer with deep interests in social welfare and philanthropic activities. She has been associated with various NGOs like Bharat Vikas Parishad and National Institute for the Blind.

Mr. Kandukuri Srivath Shanker Rao

C,C,M,M,C

Mr. Kandukuri Srivath Shanker Rao is a Chartered Civil Engineer and a Fellow of the Indian Institute of Engineers. He has held several Senior Executive positions in large Public Sector organizations. A visionary, he has led large successful teams and projects to fruition. He has been a Co-opted Member of the Standing Committee of Public Enterprises (SCOPE), a Panel Arbitrator, Member of the Technical Committee of Water Supply Board to Vizag Steel Plant, and Co-opted member of Cost and Time overruns of the Bureau of Public Enterprises. For three years he was on a foreign assignment during which he held the position of Secretariat of Light Industries, Libya

Mr. Pavan Kumar Pulavarty

Mr. Pavan Kumar Pulavarty is a Post-Graduate in Business Administration, CPA, ACA and has an experience of over 20 years in Financial Management, Accounting, Financial Systems and Information Technology Management. He is working with Accenture, USA as Enterprises-wide Financial Systems Consultant since 2005.

Board Committees

C - Chairman **M** - Member

Audit Committee

Nomination and Remuneration Committee

Risk Management Committee

Stakeholders' Relationship Committee

Corporate Social Responsibility Committee

C. K. Shastri,
Founder & Managing Director



Chairman's Message

By bringing in new capabilities, and new features we play a vital role in our customers' business and technology transformation goals.

Dear Stakeholder,

Our performance during FY23 has been a period of consolidation and transformation, and I believe we are standing at the threshold of newer opportunities. We see huge scope for our tech enabled services backed by robust IP created over the years and a strong focus in Data, AI and Cloud. We have partnered with hyperscalers like AWS, Oracle, IBM to be a preferred partner to customers seeking to use cloud capabilities.

Additionally, we are focused on government vertical for digital transformation of large projects.

We are bringing the power of AI, data, and cloud to accelerate transformation, improve customer success, reimagine business processes, and boost productivity. Advanced technologies - especially Data in tandem with AI and cloud - are creating performance opportunities that are reshaping these dynamics in significant ways. They are helping companies to rapidly create business value.

While we have not been immune to the impact of 'The Great Resignation' we have made necessary adjustments by significantly increasing wages to retain and attract exceptional talent. We have strengthened our internal processes, invested strongly in our people, leadership, and technology innovation to accelerate growth, which has further added to our cost structure. The company has delivered mission-critical projects successfully, this has helped us in improved cash flows and an opportunity to invest in growth.

We have initiated "Project Butterfly" - a project with a 3 year vision for both top-line and bottom-line. The required investments towards this have been budgeted.

We have invested in building globally recognized IP assets; in the areas of Data, AI-driven Digital Engagement. I'm extremely proud to share that our UniServe™ NXT Digital Suite was rated the best, ranked Number One in Gartner Peer Insights 2022 by customers



Consistently paying dividends for the last five years.

securing a 4.7 Rating out of 5 vindicating our focus on customer-first approach, tech innovation, and customer experience. I'm also happy to share that Intense Technologies achieved Leader Position in Quadrant Knowledge Solutions' 2023 SPARK Matrix for Customer Communications Management. This recognition follows the previous year where we were positioned in the 2022 SPARK Matrix for Customer Communication Management by Quadrant Knowledge Solutions.

The year gone by has also seen new leadership hiring with Nitin Sarda joining the company as our CFO. Prior to Intense, Nitin worked with Ernst & Young, GeneSys Biologics, and Wafi Group, UAE. A results-oriented finance professional, he comes to us with extensive and rich global experience in shareholder value creation, corporate governance, business partnering, mergers and acquisitions, and more.

We express our deepest gratitude to our outgoing CFO, Madhukar Nayak, for his immensely successful 25-year career with Intense. Although retiring from his current role, Nayak will remain an esteemed member of our Advisory Board as a Consultant.

Our new organization structure is designed to deliver value to all our stakeholders, employees, and customers. As I look ahead, I am optimistic of the opportunity ahead of us. We have long established paths for employee upskilling and reskilling, providing our

employees ample opportunities to learn and grow in Data, AI and Cloud. We are proud of our employees and our journey thus far would have been impossible without their unstinting efforts.

In line with our commitment to Corporate Social Responsibility, our initiative "In10s Disha" strives to forge significant influence within marginalized communities. The initiatives span the entire trajectory of a child's development, ranging from mentoring, provisioning educational materials, kits, and books, to facilitating technology access, and medical assistance. Furthermore, our impact extends to old-age homes, orphanages, and the underprivileged. We believe in creating an impact in the society while enabling a platform to engage employees through volunteering activities.

We are pleased to say that we have been paying dividends consistently for the past five years.

I foresee exciting possibilities and progress into a future filled with more potential, and more shared advances.

We thank all the stakeholders – customers, partners, employees, financial institutions, and banks for their immense faith in the company.

Thank you all for your continued support.

Sincerely

C. K. Shastri

Founder & Managing Director
Intense Technologies Ltd



Our fundamental purpose is to meet the needs of stakeholders to generate long-term sustainable results.

Basis of Reporting

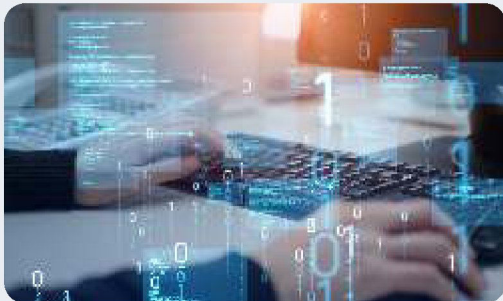
We have based our Annual Report on the principles for transparency and disclosures beyond statutory norms. Through this Report, we intend to communicate about how our organisation's strategy, governance, performance and prospects lead to the creation of value over the short, medium and long term. The aim is to enrich our reporting for all stakeholders by providing information on our value creation process using the inter-linkages of multiple capitals.

This report is prepared in accordance with the Companies Act, 2013 (and the Rules made thereunder), Indian Accounting Standards, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards.

Inclusivity

We commit accountability to stakeholders who are impacted, directly or indirectly, by our organisation. We have mapped our stakeholders and have processes to ensure inclusion of their concerns and expectations. We continue to develop our stakeholder engagement and sustainability capacity at corporate and manufacturing levels. We cover key material aspects that have been identified through our ongoing stakeholder engagement and are addressed by various programmes or action points with measurable targets.

This report covers financial and non-financial information and activities of Intense Technologies Limited (“the Company”) during the period April 1, 2022 to March 31, 2023.



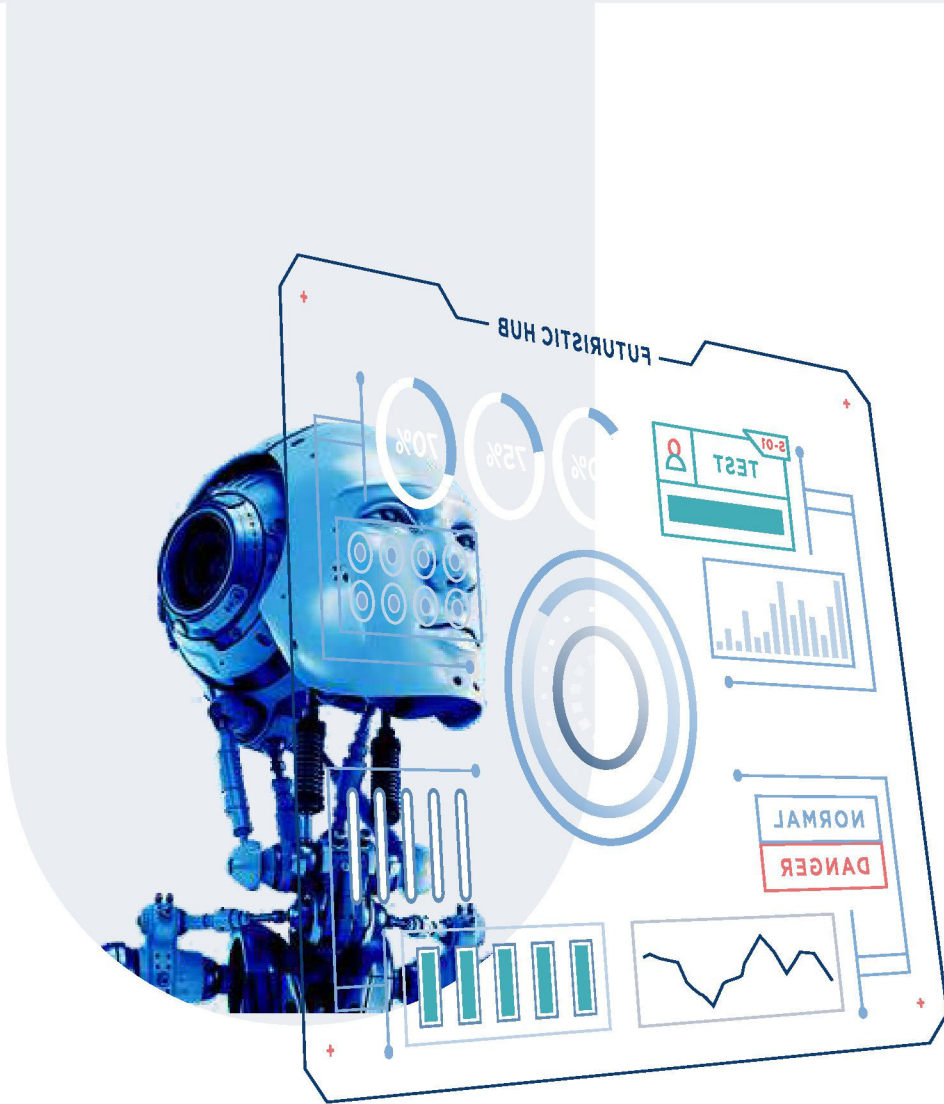
Forward-Looking Statements

In this Annual Report, we have disclosed forward-looking information to enable investors comprehend our prospects and take informed investment decisions. These include all statements other than statements of historical fact, including those regarding the financial position, business strategy, management plans and objectives for future operations. We cannot guarantee that these forward-looking statements would be fully realised, although we believe we have been prudent in our assumptions.



Our sustainable approach towards Environment

Our fundamental purpose is to meet the needs of stakeholders to generate long-term sustainable results. Besides sustained performance, environmental, social and governance stewardship is a key factor for holistic business growth to deliver value across magnitudes and achieve sustainable returns.



A data driven company, we empower enterprises to unlock the full potential of their data with the help of our data solutions and services.

Intense Technologies - A data driven company

Intense Technologies is a global enterprise software products and services company with customers across 4 continents; with 20+ years of experience in telecom and BFSI domains, and an award-winning product portfolio. Fortune 500s use our Digital Customer Experience platform, UniServe™ NXT to execute their digital-first objectives and reap benefits of improved CX index, reduced operations costs, and improved revenues. Intense with its continuous innovation has contributed to the growth of marquee enterprise customers in the field of Telecom, Banking, Utilities and Insurance and has played a vital role in e-governance projects where we are growing our eminence as the preferred partner for technology, and digital engagement services.

As a consequence of our deep capabilities and the trust of our customers in us, our platform UniServe™ NXT has been ranked globally No.1 by customers in the Gartner Peer Insights, 2022 and we've been consistently recognized in the Gartner Market Guide, Aspire Leaderboard, and SPARK Matrix for Customer Communication Management.

Intense's expertise in Cloud Ready Solutions with Omni channel access from Web Applications & Mobile app have further enhanced customer experience. Backed by innovative technology accelerators such as AI, BPM, low-code, Microservices and comprehensive data management capabilities, we believe that leveraging technology to deliver mission critical enterprise class applications at scale is the cornerstone of the business impact we deliver.



Annual Report 2022-23

We are happy to present our 33rd Annual Report. This Report includes financial and non-financial performance of our business.

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Evolution of the data-driven enterprise

This year's theme embodies the vital trait that enterprises need to not just survive but thrive in a rapidly evolving and uncertain world. Over the past couple of years, companies have been engaged in a fierce competition to embrace the cloud and explore data management capabilities.

In today's data-driven landscape, every enterprise acknowledges the vital role of data in their business and operations. However, they still struggle with legacy systems, distributed data sources, and the absence of a cohesive data strategy that is essential for businesses to thrive.

The worldwide big data market is projected to grow from \$42 billion in 2018 to \$103 billion in 2027.

***Source: Statista*

By 2025, IDC predicts that the total amount of digital data created worldwide will rise to 163 zettabytes

Investment in enterprise intelligence solutions has witnessed significant growth from the previous year.

It is expected to stay the same owing to the incremental demand of organizations to engage in data-driven decision-making, improve customer experience, speed up business innovation activities, and capitalize on cost-saving opportunities.

***Source: IDC*

To meet these demands, a deep understanding of consumer behavior and strategic investment in data modernization solutions are crucial. By leveraging a centralized intelligent data platform, organizations can make data-driven decisions that drive growth, innovation, and transformation.

The increasing proliferation of data poses a challenge for businesses, requiring them to navigate through disparate sources, operational silos, and disjointed experiences. However, by adopting smart analytics tools, Artificial Intelligence (AI), and Machine Learning (ML), companies can harness the power of data to enhance customer engagement, streamline internal operations, and foster successful partnerships. Cloud technology plays a vital role in enabling this transformation, democratizing access to cutting-edge AI and ML capabilities that empower organizations to drive actionable insights for purpose-led growth.



As cloud and data technologies advance, the adoption of AI is set to accelerate further.

At Intense Technologies, we bring together the synergies of data, AI, and cloud to help companies build resilience, elevate customer experiences, and embrace the flexibility of an open and scalable ecosystem.

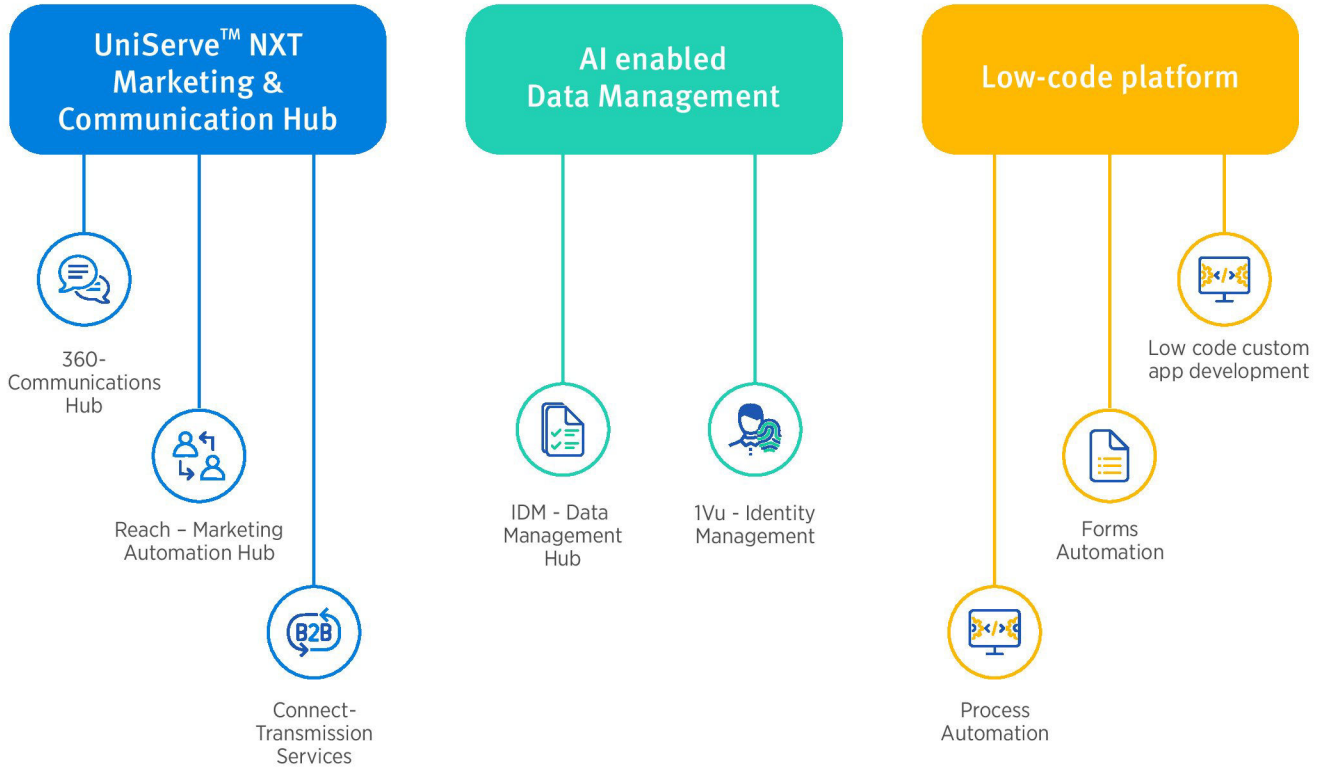
With a focus on data management, cloud computing, low code development, and automation, Intense is revolutionizing the way organizations operate and thrive in today's digital landscape with

Intense Technologies offers a full low-code application lifecycle, from advisory and implementation to managed services and operations. Pre-configured Industry centric IP solutions further simplify the adoption of low code platforms.

- UniServe™ Reach - a powerful Marketing Automation Platform designed to enable enterprises to enhance their customer relationships through highly personalized engagement at every touchpoint of the customer journey.
- Bringing in advanced capabilities into our award winning CCM platform, UniServe™ Reach integrates a real-time customer data platform (CDP), intelligent loyalty management, and AI-driven customer analytics, empowering businesses to make data-driven decisions and deliver tailored experiences to their customers.
- Under the umbrella of the Services Line of Business (LOB), Intense now offers on-demand and scalable services in Cloud, Data, Talent-as-a-Service, and Enterprise Application Development.
- This comprehensive suite of services plays a pivotal role in the strategic growth and success of businesses by leveraging the power of cutting-edge technology.

Our commitment to developing and scaling these solutions is driven by our dedication to innovation, industry expertise, advanced technology capabilities, and strong ecosystem partnerships. By leveraging these technologies, companies can drive seamless operations, reduce costs, and avoid resource-intensive IT upgrades.

Our Products



Tech-enabled Services



Data Services

- Data Management
- Data Analytics
- Process Automation



Cloud Services

- Cloud Consulting Services
- Cloud Engineering
- Cloud Security and compliance



Talent as a Service (TaaS)

- Workforce Optimization



Managed Services

- Testing Services
- Product Engineering
- Infra Services

Our Core Values

MAKE THE IMPOSSIBLE POSSIBLE

Great work starts with great people.

YOU can do it.

ALWAYS SIMPLIFY

The best ideas are the simplest.

OWN IT

A sense of ownership is the most powerful weapon we have.

FIND IT. DO IT.

CONSTANTLY INNOVATE

We dream Big. We do Big.

CUSTOMER FIRST

The customer isn't king here.
He's God, our sacred reason for being.

WE ARE ONE

Teamwork makes the dream work.

LEARNING NEVER STOPS!

Brilliance Awaits.

All that's needed is an unfettered curiosity to seek it!

In10s⁷

Corporate Profile

Transforming businesses through technology

Data | Cloud | AI

4

Present across
4 continents

ISO 27001

Highest security standards

50%

More than 50% market
share in Insurance &
Telecom market in India

15+

awards and recognitions
From industry, Government,
media and analysts

500

Fortune 500 Customers
Use our solutions Globally

10+

IP assets Copyrighted
& Patents filed

400

More than
400 million notifications
a day

25bn USD

We process more than
25bn USD worth of client
revenue data

5Mn

5 million statements
generated every day

20+

Years of Enterprise
Data Management and
BPM experience packed in

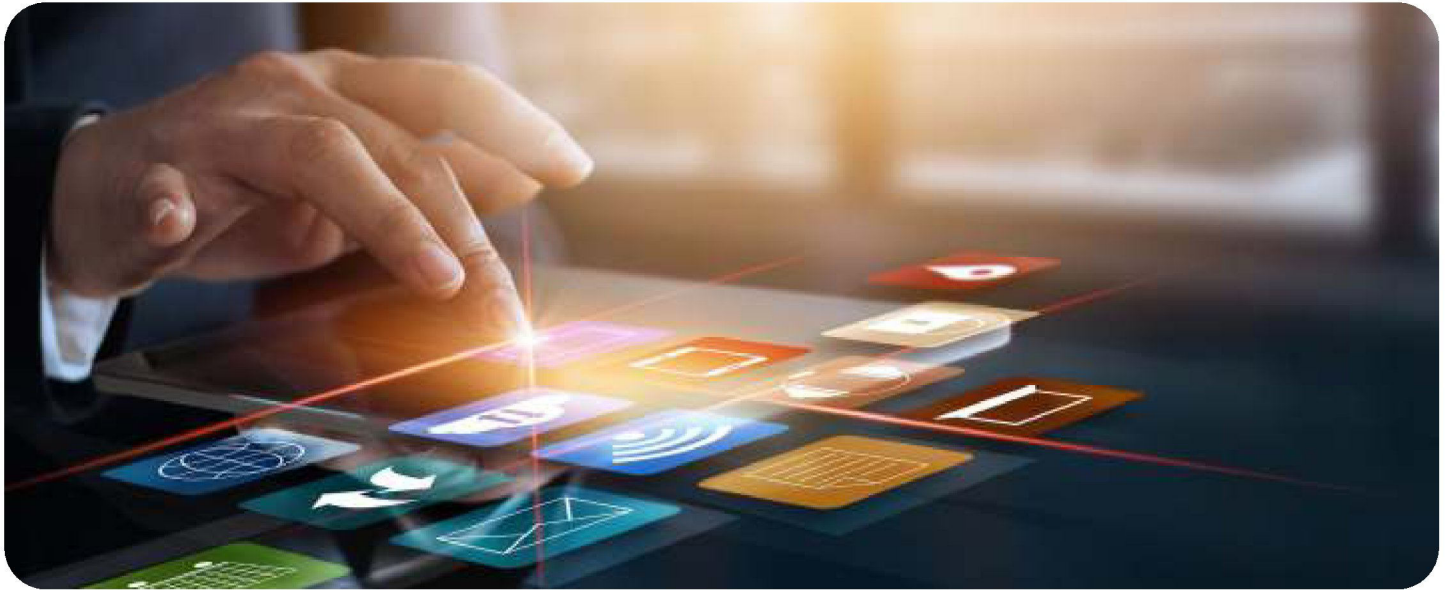
500+

Skilled workforce
spread across the globe

NSE & BSE

Publicly listed on
NSE & BSE

Our Offerings



Helping enterprises in their digital transformation journey

Digital Customer Engagement platform, UniServe™ Reach brings a well-crafted analytics strategy that can take your customer experiences from good to extraordinary.

[Watch Video](#)

UniServe™ NXT helps enterprises engage with customers in real-time, and hyper-personalize customer journeys for upsell / cross sell, thus improving brand loyalty.

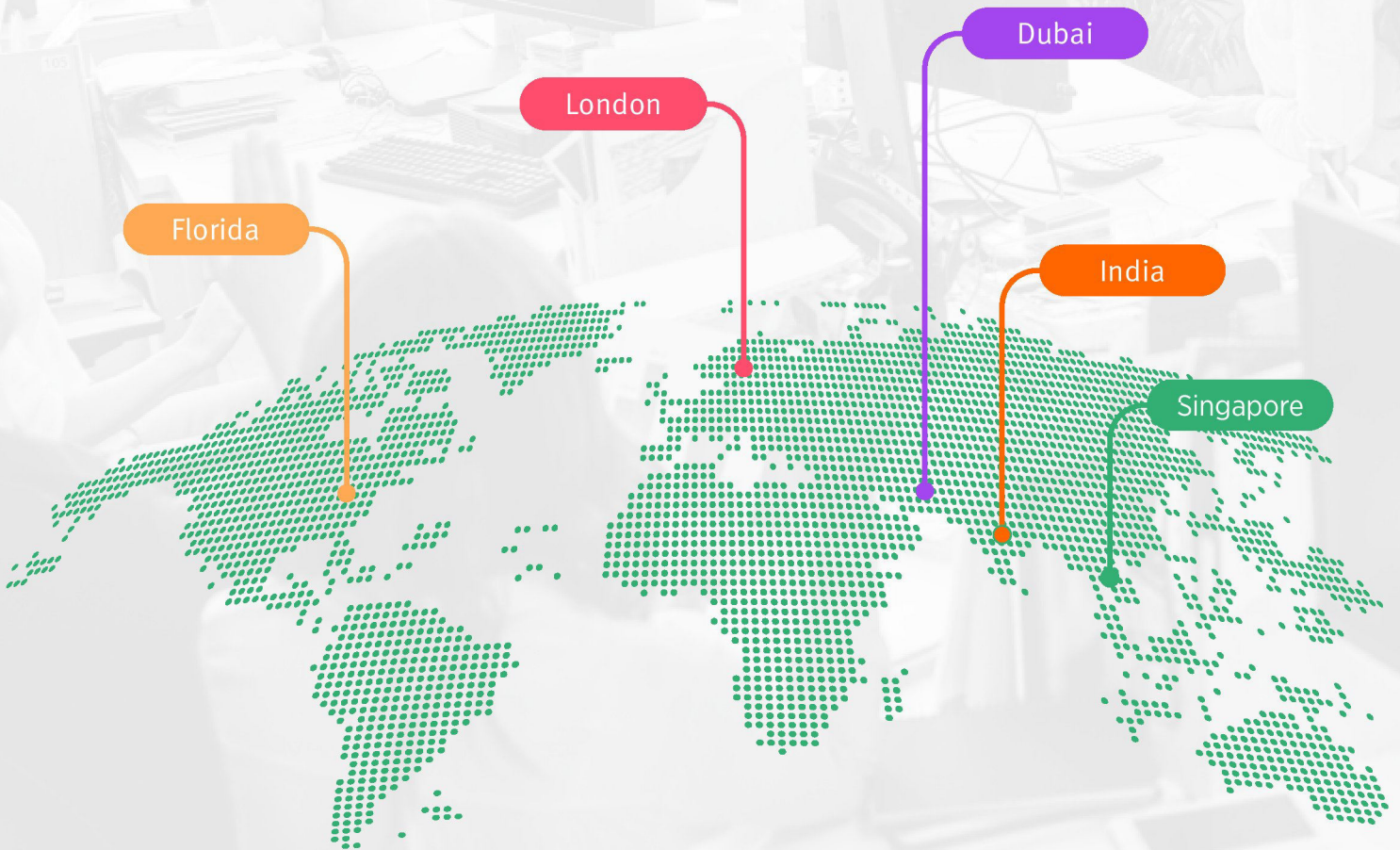
[Watch Video](#)

Deliver a superior Customer Experience and empower all your stakeholders with one portal and equip them with 360-degree view of all customer interactions and communications.

[Watch Video](#)

Our global presence

With our expanding global footprint and an efficient workforce, we help customers across the world navigate their digital transformation journeys.





Anisha Shastri
Director

ED's perspective

Embracing the New Era of tech enabled Services

The era of tech-enabled services, marked by differentiating experiences, is already upon us. Take for instance, AI. AI is everywhere around us. It's at the heart of our discussions on innovation. Sometime back we were concerned with the fear of robots taking over the world. Today we talk about generative AI, driverless cars; machines -- that predict their own maintenance needs. With this current wave of change, the only limit is our own imagination.

Pioneering Innovation Through Artificial Intelligence and Technology

The rules of the game are dynamic with economic value being created through enhanced and unprecedented tech-enabled services based on the tenets of sharing and subscription, rather than of ownership. This shift towards a services economy calls for a mindset that understands multichannel relationships, customer behavior, and the value of scalable technology platforms.

All things around us — things that we previously thought of as products— are becoming services. For instance, the autonomous car of the future will serve as your personal assistant, as well as provide rich data to your car manufacturer and your auto insurer, who in turn will provide more personalized and improved services.

Artificial Intelligence (AI) and data are defining our everyday experiences.

It's all about crafting unique experiences that will differentiate services. Today, our customers, primarily millennials, prioritize experience spending over ownership. These experiences are marked by hyper-personalization, intuitive interactions, and purpose. Their satisfaction hinges on a seamless journey for experiences they crave like placing a dinner order. Every detail matters – from restaurant choices to app speed, content quality, and flawless food delivery.

Let's look at how Data Analytics is revolutionizing the banking world! With tons of data to handle, you'd think banks might drown. But no, Data Analytics are the lifeguards for their data ocean. They make managing all that info a breeze.

Banks are now using Data Analytics to understand how customers roll – their investing patterns, shopping sprees, and financial histories. With these insights, banks can whip up tailor-made solutions that keep existing customers happy and get in new ones. It's like offering a personal shopping assistant for your finances!

It's no surprise that tech-enabled services, hyper-personalization, and the ability to create meaningful connections with customers is an essential part of any successful strategy as technology-enabled customer data increases. As Data, analytics, and AI are essential tools in crafting a hyper-personalized strategy to help customers solve their toughest business issues, it's all about taking things personally!

As an experienced global technology products company, we understand these massive changes and make them work for organizations.

Over the years, Intense has evolved from a purely products company to intelligent operations and data-driven services, adding value to customers. In this world of hyper-personalization, we at Intense are seizing every opportunity to empower customers with our IP enabled tech services and a superior product portfolio.

Anisha Shastri
Director
Intense Technologies Limited



From the COO's desk

This year we took decisive steps to build a stronger company. We made several investments and added new capabilities to support future growth.

Our recent **"Project Butterfly"** aims to drive diverse revenue streams while investing in the future. We're dedicated to long-term growth, with focused teams in Data Services, Cloud Services, SaaS products, and Government Managed Services. Our complete communications offering now comes with transmission services, positioning us as the preferred vendor for banks and insurance companies.

In the past few quarters, we have seen the global economy dealing with inflation, interest rate increases, and changes in demand environment for companies in various industries. Our strength in digital, cloud, and in automation, along with cost efficiency capabilities have held us in good stead. We continue to invest in our cloud and AI capabilities as cloud-based business models and AI increasingly become the norm. Our capabilities for the cloud continue to resonate with our clients.

We have developed a strong set of capabilities in Artificial Intelligence and Marketing Automation to enhance how we enable our clients to derive value. With technology being a key driver, we continue to invest in talent so we can deliver cutting-edge solutions that our customers expect from us.

Anil Kmar
COO



With the changing economic environment, we positioned our Company to work with clients for their digital transformation as well as their cost efficiency and automation programs, enabling us to support them in two critical areas of interest. As we continue our journey, innovation, and customer-centricity will remain the pillars to create value for our stakeholders.

As I look ahead, given the trust of our clients, the dedication of our employees, the strength of our capabilities, and the guidance of our Board, I remain confident of our ability to serve our clients and continue to create impact for them.



As we continue our journey, innovation, and customer-centricity will remain the pillars to create value for our stakeholders

With my warmest regards,

Anil Kumar Vengayil
Chief Operating Officer
Intense Technologies Limited

Rewards & Recognition



**Rewards & Recognition vindicates our
commitment to innovation and
customer focus, and encourages each
of us to raise the bar!**

UniServe™ NXT Digital Suite rated amongst the best globally
by customers in the Gartner Peer Insights 2022

Intense Technologies recognized as a 'Technology Leader'
in the 2023 SPARK Matrix for Customer Communication Management

Intense Technologies positioned amongst AnyPrem Customer Communications
Management (CCM) Software Leaders for Telecom, Insurance, Public Sector and
Utilities verticals in the 2022 Aspire CCM-CXM Leaderboard™.

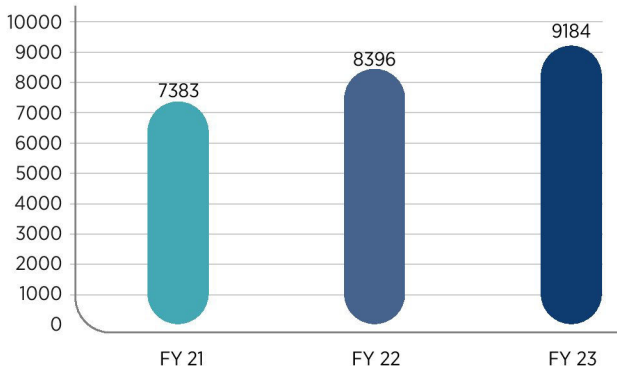
Additionally, Intense Technologies has also been recognized as a Leader in two
other segments, Vendor Hosted SAAS CCM and Communications Experience
Platform (CXP) for the Utilities and Telecom verticals in the same report.

Intense Technologies recognized in the 2022 SPARK Matrix for Customer
Communication Management by Quadrant Knowledge Solutions.

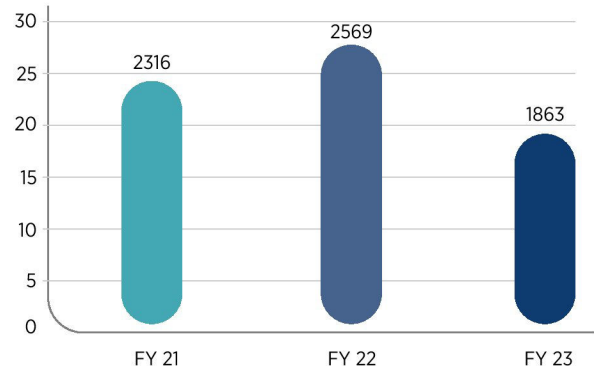


Key Performance Indicators (Consolidated)

Revenues (₹ Lakhs)



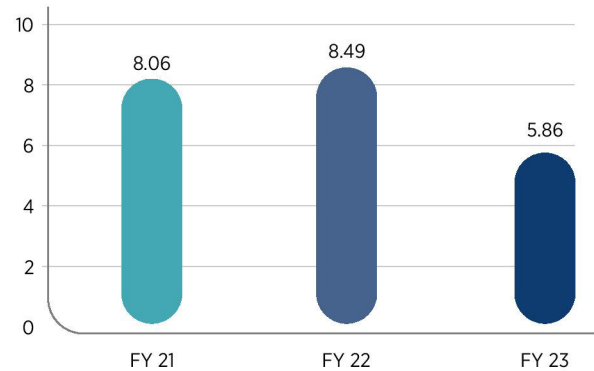
EBITDA (₹ Lakhs)



PBT (₹ Lakhs)



EPS (₹)



Note: We are continuing to invest in expanding on the revenue streams, which may have reflected in lower PBT.



Corporate Information

Board Of Directors

Mr. C.K. Shastri
Chairman & Managing Director

Mr Jayant Dwarkanath
Whole-time Director

Ms. C. Anisha Shastri
Whole-time Director

Mr. Tikam Sujan
Non-Executive Non-Independent Director

Mrs Sarada Devi
Non-Executive Woman Independent Director

Mr P Pavan Pulavarty
Non-Executive Independent Director

Mr K S Shanker Rao
Non-Executive Independent Director

Mr V S Mallick
Non-Executive Independent Director

Corporate Management

Mr Anil Vengayil
Chief Operating Officer

Mr Madhukar H Nayak
Chief Financial Officer
(up to 30.05.2023)

Mr Nitin Sarada
Chief Financial Officer
(w.e.f. 01.06.2023)

Ms. Saheli Banerjee
Company Secretary &
Compliance Officer
(up to 22.02.2023)

Ms. Pratyusha Podugu
Company Secretary &
Compliance Officer
(w.e.f. 18.04.2023)

Board Committees

Audit Committee

Mr K S Shanker Rao, Chairman

Mrs Sarada Devi, Member

Mr V S Mallick, Member

Nomination & Remuneration Committee

Mr K S Shanker Rao, Chairman

Mrs Sarada Devi, Member

Mr V S Mallick, Member

Stakeholder's Relationship Committee

Mr V S Mallick, Chairman

Mrs Sarada Devi, Member

Mr K S Shanker Rao, Member

CSR Committee

Mr K S Shanker Rao, Chairman

Mrs Sarada Devi, Member

Mr V S Mallick, Member

Risk Management Committee

Mr V S Mallick, Chairman

Mrs Sarada Devi, Member

Mr K S Shanker Rao, Member

Registered Office

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Secunderabad - 500 009
Telangana, India.
Tel: + 91-40-44558585
Fax: + 91-40- 27819040

CIN: L30007TG1990PLCo11510

E-mail: info@in1ostech.com

Site: www.in1ostech.com

Statutory Auditors

MSPR & Co
Chartered Accountants

Sri Sai Nilayam,
Siddhartha Nagar
Hyderabad-500038,
Telangana, India
Email: info@msprco.com
Tel. 040-40141012

Internal Auditors

M/s RP Rao
Chartered Accountants
Hyderabad, Telangana.

Secretarial Auditors

M/s. Puttaparthi
Jagannatham & Co
Company Secretaries
315, Bhanu Enclave, ESI,
Hyderabad – 500038.
Tel. 040-23701964
Fax. 040-23701374

Listing

BSE Limited, Mumbai
National Stock Exchange
of India Limited, Mumbai

Stock Code

BSE - (532326)
NSE - (INTENTECH)
ISIN Code - INE781A01025

Registrar and Transfer Agents

KFin Technologies Limited
(Formerly known as KFin
Technologies Private Limited)

Selenium Tower B, Plot 31 & 32,
Financial District,
Nanakramguda,
Serilingampally Mandal,
Hyderabad-500032
Email: einward.ris@kfintech.com
Toll free number -
1- 800-309-4001

33rd Annual General Meeting

Date : 29th Day of September 2023

Time : 12.00 PM (IST)

Mode of participation :
Video Conference



NOTICE OF THE ANNUAL GENERAL MEETING

To the Members of

Intense Technologies Limited

Notice is hereby given that the Thirty Third (33rd) Annual General Meeting (AGM) of the members of Intense Technologies Limited (CIN: L30007TG1990PLC011510) ("the Company") will be held on Friday, 29th day of September, 2023 at 12.00 P.M IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

1. To receive, consider and adopt

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the members be and are hereby considered and adopted."

and

- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, the Report of the Auditors thereon and in this

regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of Auditors thereon, as circulated to the members be and are hereby considered and adopted."

2. Declaration of Dividend

To declare final dividend on equity shares at the rate of 25% i.e., ₹0.50/- (Fifty paise only) per equity share of face value of ₹ 2/- (Two Rupees) each for the Financial Year ended March 31, 2023 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT a dividend at the rate of (25 %) i.e. ₹0.50 (Fifty paise only) per equity share of face value of ₹2/- (Two Rupees) each fully paid- up Equity Shares of the Company, as recommended by the Board of Directors be and is hereby approved for the financial year ended March 31, 2023."

3. Re-appointment of Director

To appoint a Director in place of Mr. Tikam Sujun (DIN: 02137651), who retires by rotation and being eligible, offers himself for re-appointment, and in this regard, to consider and if thought fit, to pass, with or without

modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 152 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, Mr. Tikam Sujan (DIN: 02137651), who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company.”

Special Business:

4. Re-appointment of Mr. C.K. Shastri (DIN: 00329398) as Managing Director

To consider and if thought fit, to pass with or without modification(s), the following resolutions as a **Special resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, consent of the Members, be and is hereby accorded for the re-appointment of Mr. C. K. Shastri (DIN: 00329398) as Managing Director of the Company for a further period of 3 years commencing from October 1, 2023, at a remuneration and upon such terms and conditions as set out in explanatory statement annexed hereto.

“RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the Board which term shall be deemed to include any committee including the Nomination & Remuneration Committee which may exercise its powers including the powers conferred by this resolution) be and is hereby authorized to vary, alter, widen the scope of the remuneration as they deem fit in the interest of the Company and to issue the contract of employment as per section 190 of the Companies Act, 2013 & the rules made thereof and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.”

5. Re-appointment of Mr. Jayant Dwarkanath (DIN: 00329597) as Whole time Director

To consider and if thought fit, to pass with or without modification(s), the following resolutions as a **Special resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the applicable provisions of the Securities and Exchange Board of

India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, consent of the Members, be and is hereby accorded for the re-appointment of Mr. Jayant Dwarkanath (DIN:00329597) as Whole Time Director of the Company for a further period of 3 years commencing from October 1, 2023, at a remuneration and upon such terms and conditions as set out in explanatory statement annexed hereto.

“RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the Board which term shall be deemed to include any committee including the Nomination & Remuneration Committee which may exercise its powers including the powers conferred by this resolution) be and is hereby authorized to vary, alter, widen the scope of the remuneration as they deem fit in the interest of the Company and to issue the contract of employment as per section 190 of the Companies Act, 2013 & the rules made thereof and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.”

6. Re-appointment of Ms. C. Anisha Shastri (DIN: 08154544) as Whole time Director

To consider and if thought fit, to pass with or without modification(s), the following resolutions as a **Special resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, consent of the Members, be and is hereby accorded for the re-appointment of Ms. C. Anisha Shastri (DIN: 08154544) as Whole Time Director of the Company for a further period of 3 years commencing from October 1, 2023, at a remuneration and upon such terms and conditions as set out in explanatory statement annexed hereto.”

“RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the Board which term shall be deemed to include any committee including the Nomination & Remuneration Committee which may exercise its powers including the powers conferred by this resolution) be and is hereby authorized to vary, alter, widen the scope of the remuneration as they deem fit in the interest of the Company and to issue the contract of employment as per section 190 of the Companies Act, 2013 & the rules made thereof and the applicable provisions of the Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.”

7. To appoint Mr. Gopala Krishna Dhanyamraju (DIN: 08217921) as a Non-Executive Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as a **Special resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (“Rules”) including any statutory modification(s) or re-enactment thereof for the time being in force and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, Mr. Gopala Krishna Dhanyamraju (DIN: 08217921), who was appointed as an Additional Director in the category of Non-Executive Independent Director of the company w.e.f. July 25, 2023, by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, pursuant to Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and being eligible for appointment has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act read with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and in respect of whom the Company has received notice in writing under Section 160(1) of the Act, from a member proposing his candidature for the office of an Independent Director, be and is hereby appointed as a Non- Executive Independent Director of the Company, to hold office for a term of 5 (Five) consecutive years with effect from July 25, 2023 to July 24, 2028 and not liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution and matters incidental consequential and connected therewith and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

8. Approval for introduction and implementation of Intense Technologies Limited - Restricted Stock Unit Plan 2023 (“RSU Plan 2023”/“Plan”)

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEB & SE Regulations”), as amended and enacted from time to time, read with all

circulars and notifications issued thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Members of the Company be and is hereby accorded to the introduction and implementation of **Intense Technologies Limited - Restricted Stock Unit Plan 2023 (“RSU Plan 2023”/“Plan”)** and authorizing the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted to exercise its powers including the powers conferred by this resolution and under Regulation 5 of the SEBI SBEB & SE Regulations to create and grant from time to time, in one or more tranches, not exceeding 5,00,000 (Five lakhs) Restricted Stock Units (“RSUs”) to or for the benefit of such person(s) as designated by the Company, within the meaning of the Plan (other than promoter or person belonging to the promoter group of the Company, independent directors and director(s) holding directly or indirectly more than 10% of the outstanding equity shares of the Company), as may be decided under the Plan, exercisable into not more than 5,00,000 (Five lakhs) equity shares of face value of Rs 2 (Rupees two) each fully paid-up, (as adjusted for any changes in the capital structure of the Company), where one restricted stock unit would convert into one equity share upon exercise, on such terms and in such manner as the Board may decide in accordance with the provisions of the applicable laws and the provisions of the Plan.”

“**RESOLVED FURTHER THAT** the equity shares so issued and allotted as mentioned hereinbefore shall rank pari passu with the then existing equity shares of the Company.”

“**RESOLVED FURTHER THAT** in case of any corporate action such as rights issue, bonus issue, merger, sale of division and others, if any additional equity shares are issued by the Company to the grantees for the purpose of making a fair and reasonable adjustment to the restricted stock units granted earlier, the ceiling as specified above shall be deemed to be increased to the extent of such additional equity shares issued.”

“**RESOLVED FURTHER THAT** in case the equity shares of the Company are either sub-divided or consolidated, if the revised face value of the equity share is more than the current face value as prevailing on the date of coming into force of this Plan, the maximum number of equity shares available for being granted under the Plan as specified above, shall stand modified accordingly and the price of acquisition for each restricted stock unit payable by the grantees under the Plan shall automatically stand augmented or reduced, in the same proportion as the face value per equity share shall bear to the revised face value of the equity share of the Company after such consolidation,

without affecting any other rights or obligations of the said grantees.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to devise, formulate, evolve, decide upon and bring into effect RSU Plan 2023 on such terms and conditions as contained in the explanatory statement to this item in the notice and to modify, alter, vary, revise or amend the said terms or suspend, withdraw, revise or terminate RSU Plan 2023, subject to compliance with the SBEB Regulations, the Act and other applicable laws, rules and regulations, as may be prevailing at that time.”

“**RESOLVED FURTHER THAT** the equity shares may be allotted in accordance with RSU Plan 2023 directly to the employees.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take requisite steps for listing of the equity shares allotted under the Plan on the stock exchanges where the equity shares of the Company are listed as per provisions of SEBI Listing Regulations, SEBI SBEB & SE Regulations and other applicable laws.”

“**RESOLVED FURTHER THAT** the Company shall conform to the accounting policies prescribed from time to time under the SEBI SBEB & SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Plan.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things, as may, at its absolute discretion deem necessary including authorizing or directing to appoint merchant bankers, brokers, solicitors and other advisors, consultants or representatives, being incidental to the effective implementation and administration of the Plan and to make applications to the appropriate authorities for requisite approvals, file documents as required in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and take all such steps and decisions in this regard.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion deem fit, for the aforesaid purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard at any stage, without being required to seek any further consent or approval of the members of the Company to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and further to execute all such deeds, documents, writings and to give such directions and / or instructions as may be necessary, proper or expedient to give effect to any modification, alteration, amendment, suspension, withdrawal or termination of RSU Plan 2023 and to take all such steps and do all acts as may be incidental or ancillary thereto.”

“**RESOLVED FURTHER THAT** subject to applicable provisions of the Act and other applicable laws, the Board be and is hereby authorised to delegate all or any powers

conferred herein, to any committee of directors or to Chairman & Managing Director of the Company with a power to further delegate to any executives or officer of the Company to do all such acts, deeds, matters, things including to file such forms and also to execute such documents, writings etc. as may be necessary in this regard.”

**By Order of the Board of
Directors**

Sd/-

Pratyusha Podugu

Company Secretary &
Compliance Officer
M. No: ACS-71069

Date: July 25, 2023

Place: Secunderabad

Registered Office:

A1, Vikrampuri,
Secunderabad - 500 009
Telangana, India
CIN: L30007TG1990PLC011510
Ph: 040
44558585/27849019/27844551
E-mail: pratyusha.p@intense.in

Notes for Members:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 10/2022 dated December 28, 2022 (Collectively referred to as “MCA Circulars”) and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, permitted to convene the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars read with SEBI Circulars, provisions of the Companies Act, 2013 (‘the Act’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the 33rd AGM shall be the Registered Office of the Company at A1, Vikrampuri, Secunderabad - 500 009, Telangana, India.
2. In compliance with the above MCA Circulars and SEBI Circular, Notice of the 33rd AGM along with the 33rd Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and 33rd Annual Report 2022-23 will also be available on website of the Company (www.in10stech.com), websites of the stock exchanges, BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and on the website of NSDL at www.evoting.nsdl.com.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the company. Since, this AGM is being held through VC / OAVM in pursuant to the MCA circulars, physical attendance of members has been dispensed with. Accordingly the facility for appointment of proxies by the members shall not be available for the AGM and hence, the proxy form and attendance slip are not annexed hereto.
4. The Members can join the 33rd AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the National Securities Depository Limited’s (‘NSDL’) e-Voting website at www.evoting.nsdl.com. The facility of participation at the 33rd AGM through VC/OAVM will be made available to at least one thousand Members on a first come first served basis as per the MCA Circulars.
5. Institutional/corporate shareholders (i.e. other than individuals, HUF, NRI, etc.), are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorisation etc., authorising their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorisation shall be sent by e-mail on Scrutinizer’s e-mail address at pjandcofirm@gmail.com with a copy marked to evoting@nsdl.co.in.
6. The Members attending the 33rd AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Mr. Tikam Sujan (DIN: 02137651) Director of the Company, retires by rotation at the 33rd Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommend his re-appointment.
8. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (‘the Act’) relating to the Special Resolution i.e., Item Nos. 4 to 8, to be transacted at the Annual General Meeting (‘AGM’) is annexed hereto.
9. Pursuant to Regulations 36(3) of SEBI Listing Obligation and Disclosure Requirements) Regulations, 2015, Section 152 of the Companies Act, 2013 and Secretarial Standards on General Meetings (SS- 2), details in respect of Director seeking appointment/ reappointment of Directorship at 33rd AGM of the Company to be held on Friday, 29th September, 2023 is provided in Annexure-1 of this Notice.
10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (“ICSI”) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 33rd AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the 33rd AGM will be provided by NSDL.
11. In accordance with the MCA Circulars and SEBI Circular the notice of the AGM along with the 33rd Annual Report for the FY 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and 33rd Annual Report for the FY 2022-23 will also be available on the Company’s website i.e. www.in10stech.com, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.
12. For receiving all communication (including 33rd Annual Report for FY 2022-23) from the Company electronically:
 - a. Members holding shares in physical mode and who have not registered/ updated their email address with the Company are requested to register / update

the same by writing to the Company with details of folio number(s) and attaching a self-attested copy of PAN card at info@in10stech.com or to M/s KFin Technologies Limited (KFinTech) at einward.ris@kfintech.com.

- b. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participant (DP).

13. Book Closure and Dividend

- (a) The Register of Members and Share Transfer Books of the Company will be closed from **Saturday, September 23, 2023 to Friday, September 29, 2023** (both days inclusive) for the purpose of payment of dividend and AGM for the FY 2022-23.
- (b) The dividend on equity shares, if approved at the Meeting, shall be paid/credited in the respective bank account of the members of the company on or before 30 days of conclusion of the AGM, subject to deduction of income-tax at source ('TDS'). The dispatch of dividend warrants/demand drafts will be completed on same day.

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and the amendments thereof. In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential status, PAN, Category with their depository participants ('DPs') or in case shares are held in physical form, with the Company/Registrars and Transfer Agents by sending documents through e-mail on or before 10th September, 2023.

14. Members may avail facility of nomination in terms of Section 72 of the Companies Act, 2013, by nominating any person to whom their shares in the Company shall vest in the event of their death.

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

15. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member

using remote e-Voting system as well as e-Voting during the AGM will be provided by NSDL.

- ii. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Friday, 22nd September 2023 may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as e-Voting during the AGM.

Any member(s) holding shares in physical form or non-individual member who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Friday, 22nd September 2023, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in However, if a person is already registered with NSDL for remote e-Voting then the Members can use their existing User ID and password for casting the vote.

In case of Individual Shareholder holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares in demat mode as on the cut-off date may follow the steps mentioned under 'Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode.'

- iii. The remote e-Voting period commences on Tuesday, 26th September 2023 at 9.00 a.m. (IST) and ends on Thursday, 28th September 2023 at 5.00 p.m. (IST). The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity Share Capital of the Company as on the cut-off date i.e. Friday, 22nd September 2023.
- iv. Members will be provided with the facility for voting through electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not cast their vote on the resolution(s) by remote e-Voting, will be eligible to exercise their right to vote on such resolution(s) upon announcement by the Chairperson. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM. The e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.