

Intense Technologies Limited

A1, Vikramপুরi, Secunderabad - 500 009, India

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Inos'**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE****Name of the Company: Intense Technologies Limited****Quarter ended on: 30.09.2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 (I)	Yes	-
(A)Composition of Board	49(IA)	Yes	-
(B)Non-executive Directors' compensation & Disclosures	49(IB)	Yes	-
(C)Other provisions as to Board and Committees	49 (IC)	Yes	-
(D)Code of Conduct	49 (ID)	Yes	-
II. Audit Committee	49 (II)	Yes	-
(A)Qualified & Independent Audit Committee	49 (IIA)	Yes	-
(B)Meeting of Audit Committee	49 (IIB)	Yes	-
(C)Powers of Audit Committee	49 (IIC)	Yes	-
(D)Role of Audit Committee	49 II(D)	Yes	-
(E)Review of Information by Audit Committee	49 (IIE)	Yes	-
III. Subsidiary Companies	49 (III)	Yes	-
IV. Disclosures	49 (IV)	Yes	-
(A) Basis of related party transactions	49 (IV A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (IV B)	NA	-
(C)Board Disclosures	49 (IV C)	Yes	-
(D)Proceeds from public issues, rights issues, preferential issues etc	49 (IV D)	NA	-
(E)Remuneration of Directors	49 (IV E)	Yes	-
(F) Management	49 (IV F)	Yes	-
(G) Shareholders	49 (IV G)	Yes	-
V.CEO/CFO Certification	49 (V)	Yes	-
VI. Report on Corporate Governance	49 (VI)	Yes	-



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VII. Compliance	49 (VII)	Yes	-
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For Intense Technologies Limited

A handwritten signature in black ink, appearing to read "H.M. NAYAK", written over a horizontal line.

H.M.NAYAK
Compliance officer

Place: Secunderabad
Date: 13th October, 2014



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Clause 49 (IA)

Board of Directors

1. Mr. C.K. Shastri	-	Executive Chairman & Managing Director
2. Mr. Jayant Dwarkanath	-	Whole time Director
3. Mr. Tikam Sujan	-	Director – Non Executive & Non Independent Director
4. Mrs. V.Sarada Devi	-	Director – Non Executive Independent Director
5. Mr. P. Pavan Kumar	-	Director – Non Executive Independent Director
6. Mr. K. Srivath Shanker Rao	-	Director – Non Executive Independent Director
7. Mr. V.S.Mallick	-	Director – Non Executive Independent Director

Clause 49(1B)

Non Executive Directors Compensation

They are not paid any sitting fees or any other compensation except Mr. K. Srivath Shanker Rao.

Clause 49(1C)

Board Procedures

- (A) The Company has conduct Board Meetings regularly and it ensured that the gap between two Board Meetings conducted did not exceed a period of four months.
- (B) No Director is a Member of more than 10 committees or chairman of more than 5 committees across all companies in which he is a director

Clause 49 (1D)

Code of Conduct

The Board of Directors of the Company has formulated a code of conduct and ethics applicable to all the members of the Board of Directors and Senior Management Personnel of the Company.

Affirmation of compliance to the Code on annual basis by the Board and senior management is complied in the Annual Report.

Clause 49 (II A)

Qualified and Independent Audit Committee

The following directors constitute the Audit Committee:

- | | |
|------------------------|-------------------------------------|
| a. Mr. K.S.Shanker Rao | - Chairman |
| b. Mrs. V. Sarada Devi | - Member– Non Executive Independent |
| c. Mr. V.S.Mallick | - Member– Non Executive Independent |

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Clause 49 (II B)

Meetings of Audit committee

The Audit Committee met as and when required and required quorum was present at the meeting and it shall be ensured that four meetings are held with not more than four months gap between two meetings.

Clause 49 (II C), (II D) (II E)

Powers, Role and review of information of Audit Committee

Compliance as per the Companies Act and the listing agreement is made.

Clause 49 (III)

Subsidiary Companies

The Company has two Wholly Owned subsidiaries:

- a. "Intense Technologies FZE" in Hamriyah Free Zone – Sharjah, United Arab Emirates.
- b. "Intense Technologies INC" at 10481, NW 36 Street, Miami, Florida, United States of America 33178.
- c. "Intense Technologies UK Limited" at 15 Appolo Street, LONDON, United Kingdom, EC2A 2HB.

The Company has complied with the Listing Agreement.

Clause 49 (IV A)

Basis of Related Party Transactions

The related party transactions are regularly monitored by the Audit Committee and none of them are in conflict with the interests of the Company.

Clause 49 (IV B)

Disclosure of Accounting Treatment

Not Applicable.

Clause 49 (IV C)

Board Disclosures

The company continuously monitors business and operational risk. All key functions and divisions are independently responsible to monitor the risk associated within their respective areas of operations.

Clause 49 (IV D)

Proceeds from public issues, rights issues, preferential issues, issue of shares to QIB's etc.

Not Applicable.

Clause 49 (IV E)

Remuneration of Directors

None of the Non- Executive Directors were paid remuneration during the quarter except Mr. K. S Shanker Rao. The details of remuneration paid to the Managing Director and Executive Director is disclosed in the Annual report 2013 -2014 and will be complied for the period 2014-2015 also.



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Clause 49 (IV F)

Management

The management discussion and analysis report has been complied in the annual report 2013 -14 and will be complied for the period 2014-2015 also.

Clause 49 (IV G)

Shareholders

1. There has been appointment/reappointment of Directors during this quarter.
2. Quarterly results has sent to the stock exchanges
3. There were no pending investor grievances for the quarter.
4. The share transfers work has been delegated to the Registrars, which are attended once in a fortnight.

Clause 49 (V)

CEO/CFO Certification

The CEO/CFO certification has been complied in the Annual report 2013 - 2014 and will be complied for the period 2014-2015 also.

Clause 49 (VI)

Report on Corporate Governance

The corporate governance report has been complied in the Annual report 2013-2014 and will be complied for the period 2014-2015 also.

Clause 49 (VII)

Compliance

Certificate from the Auditors for compliance with clause 49 has been complied in the Annual report 2013 - 2014 and will be complied for the period 2014-2015 also.

Yours truly,

For Intense Technologies Limited


H.M.NAYAK
Compliance Officer.

