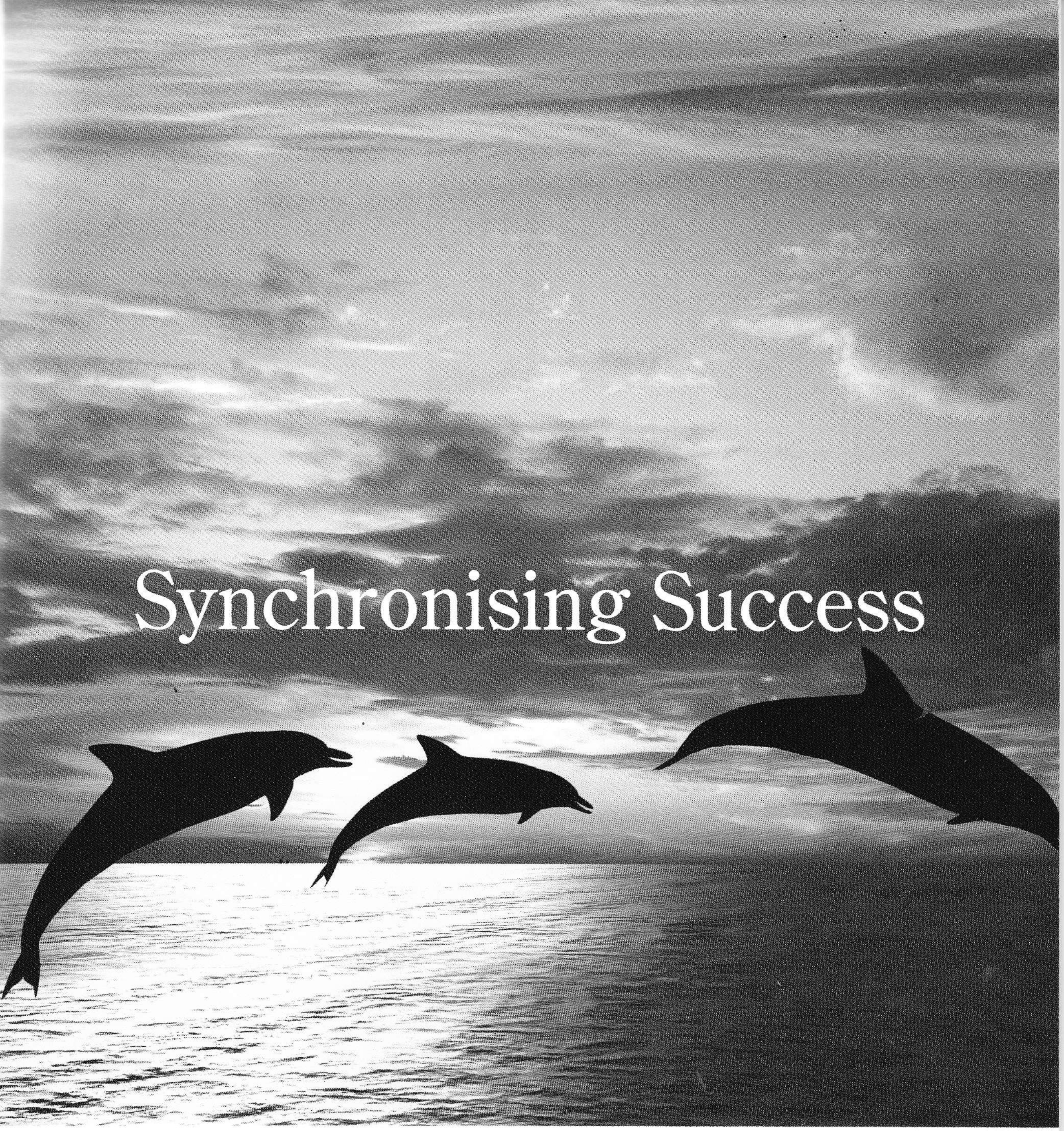
FORM A

1	Name of the Company	Intense Technologies Limited (and reduced)
2	Annual financial statements for the year ended	31st March, 2013
3	Type of Audit observation	Un-qualified
4	Frequency of observation	- N.A -
5	To be signed by- • CEO/ Managing Director • CFO / Head-Finance • Auditor of the Company • Audit Committee Chairman	



Intense Technologies Limited (and reduced)

Annual Report 2012-13

In10s
Onboard | Engage | Experience

In10s
Onboard | Engage | Experience

Contents

Board of Directors & Other Information	:	2
Notice to Members	:	3
Directors' Report	:	5
Management Discussion and Analysis	:	13
Corporate Governance Report	:	21
Independent Auditors' Report	:	32
Balance Sheet	:	37
Statement of Profit and Loss	:	38
Statement of Cash Flow	:	39
Notes to Financial Statements	:	40

23RD ANNUAL GENERAL MEETING

On Thursday, the 26th day of September, 2013 at 3.00 P.M at Surana Udyog Auditorium,
FAPCCI House, Red Hills, Lakdi Ka Pul,
Hyderabad – 500 004.

Board of Directors

Chairman & Managing Director	:	Mr. C.K.Shastri
Whole time Director	:	Mr. Jayant Dwarkanath
Director	:	Mr. Tikam Sujan
Director	:	Mrs. V. Sarada Devi
Director	:	Mr. P. Pavan Kumar
Director	:	Mr. K. S. Shanker Rao
Director	:	Mr. V.S. Mallick
Director	:	Mr. P. Anil Kumar (upto 03.10.2012)

Company Secretary & Compliance Officer	:	Ms. K. Tejaswi e-mail ID: tejaswi@intense.in
Auditors	:	Srinivas P & Associates Chartered Accountants 301, Madhava Apts. Hill Colony, Khairatabad, Hyderabad – 500 004
Bankers	:	State Bank of Hyderabad HDFC Bank Ltd.
Registered Office	:	A 1, Vikrampuri, Secunderabad – 500 009 Tel No. 44558585 / 27849019 Fax: 27819040
Registrar & Share Transfer Agents	:	Karvy Computershare Private Ltd. Plot No. 17/24, Next to Image Hospitals, Vittalrao Nagar, Madhapur, Hyderabad – 500 081

NOTICE

NOTICE IS HEREBY GIVEN that the Twenty Third Annual General Meeting of the Members of Intense Technologies Limited (and reduced) will be held on Thursday, the 26th September 2013 at 3.00 P.M at Surana Udyog Auditorium, FAPCCI House, Red Hills, Lakdi Ka Pul, Hyderabad –500 004, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2013, the Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mrs. V. Sarada Devi, who retires by rotation and being eligible, offers herself for reappointment.
3. To appoint a Director in place of Mr. P. Pavan Kumar, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors' of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration. M/s. Srinivas P. & Associates, the retiring Auditors are eligible for re-appointment.

For and on behalf of the Board

C.K.Shastri
Chairman & Managing Director

Place: Secunderabad
Date: 26th August 2013

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAT 48 HOURS BEFORE THE MEETING.

2. The Register of Members and Share Transfer Books of the Company shall remain closed on the 26th day of September 2013.

3. Members holding shares in physical form are requested to inform any change in their address/mandate/e-mail address to the Company's Registrars and Transfer Agents, Karvy Computershare Private Ltd., at Plot No. 17/24, Next to Image Hospitals, Vittalrao Nagar, Madhapur, Hyderabad – 500081. Members holding shares in electronic form must submit the information about change in address to their respective Depository Participant.

Additional Information about the Directors' being appointed / re-appointed in accordance with the provisions of Corporate Governance:

Mrs. V. Sarada Devi – Director

Mrs. V. Sarada Devi is a reputed legal professional. She is a practicing lawyer with over 25 years of experience with deep interest in social welfare and philanthropic activities. She has been associated with various NGO's like Bharat Vikas Parishad and National Institute for the Blind. She was appointed as the Director of the company in the year 2008 and she does not hold any shares in the company.

Mr. P. Pavan Kumar - Director

Mr. Pavan Kumar Pulavarty is a Management Graduate, C.P.A, and an A.C.A having experience of over 23 years in Financial Management, Accounting, Financial Systems and Information Technology Management. Presently, he is associated with Accenture, USA as an Enterprise-wide Financial Systems Consultant since 2005. He was appointed as the Director of the company in the year 2009 and he does not hold any shares in the company.

For and on behalf of the Board

C.K.Shastri
Chairman & Managing Director

Place: Secunderabad
Date: 26th August 2013

Directors' Report to the Shareholders

Your Directors' have pleasure in presenting the Twenty Third Annual Report on the Business and Operations of the Company and the Audited Statement of Accounts for the year ended 31st March 2013:

Financial Highlights

(₹ in Lakhs)

	Current Year 2012-2013	Previous Year 2011-2012
Gross Revenue	**3442.91**	2163.08
Total Expenditure	**2897.70**	1893.90
Operating Profit	**545.21**	269.18

Review of Operations:

During the year your Company registered gross income of ₹ 3442.91 lakhs (previous year ₹ 2163.08 lakhs). The company recorded an operating profit of ₹ 545.21 lakhs as against ₹ 269.18 lakhs in the previous year.

The Company has achieved commendable market traction across Africa for our solution **UniCap®,** and now have a footprint that extends over 13 African countries. Over the last year, we have been leveraging this presence in Africa for intense business development and pipeline creating activity – for our **uniserveTM** framework and also for our educational ERP offering, **unicampus**. Additionally we have also focused on offering a portfolio of **Citizen Identity and Certification Services** to African countries that are keen on embracing eGovernance. We hope to see some sales traction on these fronts in the near future.

Additionally, specific to our Africa footprint – we are offering **uniserveTM** under the SAAS (Software As A Service) route to SME's and will be launching "uniserve on Cloud" shortly, to begin with, across Kenya and Uganda and thereafter across all of Africa.

Subsequent to a lot of business development activity and after investing substantial effort into understanding the specifics involved, we are in the process of offering numerous Citizen Identity and Certification Services to the Government of Suriname as well. We hope to see this fructify into sales shortly.

Sales, Marketing and Distribution:

We have achieved substantial traction in our efforts to market **unicampus** and plan to further the same – across India, the Middle East and Africa.

In keeping with our product development roadmap, we have now extended the reach of our Self-Care solution **UniServe Enterprise Bill Analytics®** to **uniserveTM CorpCare** (a comprehensive enterprise invoice management solution) and **uniserveTM CorpCare+** (a Telecom Expense Management Solution). Another significant milestone in our product development roadmap is **uniserveTM1Vu**, a comprehensive solution designed to meet norms of customer data de-duplication by identifying and assigning unique identifiers. **uniserveTM1Vu** is a must-have for Telecom enterprises (to meet TRAI and other compliance norms) and also can be used for de-duplication of citizen data for various eGovernance interfaces like those dealing with Passports, Birth and Death certificates, driving licenses, etc. We have already met with success in offering **uniserve1Vu** to our existing telecom clientele. Our focus will be on bettering this traction while also using **uniserveTM1Vu** for a range of Citizen Identity and Certification services.

Our interactive bill offering, **uniserveTM Engage** makes possible the hitherto unimaginable enabling Self-care in a PDF. Historically, even when they received their bills on e-mail, customers could typically view a bill that they got from the telecom operator as a PDF and then still needed to either pay it online (on a self-care portal / payment gateway) or through snail mail by cheque, or physically at a designated point. In other words, the electronic / interactive nature of the bill was solely limited to its mode of delivery. **uniserveTM Engage** on the other hand enables true and comprehensive interaction and not merely bill-view in PDF. In fact, a PDF bill can now be as engaging as a Self-care portal – enabling customers to pay their bills, see their spending patterns over a period of time, and get to know of any promotional packages or attractive offers and so on.

Future outlook:

In line with its business vision and roadmap, the Company plans to extend its global footprint by continuing to focus on the Middle East, Africa and the USA. Specific to Africa, our plans are to leverage our existing presence for extended marketing traction - by foraying across verticals and categories. Specific to the US, we are currently in the process of firming up an operational base that will enable us to target and capitalize on opportunities across the US, Latin America and the Carribean.

In line with worldwide trends for the Cloud model and Software As A Service, the Company foresees immense business growth in the near future - from SME's, for its suite of products and solutions made available to them on the hosted model.

Dividend:

In order to conserve its financial resources to meet its growth plan the Company did not recommend any dividend for the year under review.

Utilization of Proceeds of Funds raised:

In terms of Clause 41 of the Listing Agreement with the Stock Exchange where the shares of the company are listed, the details of utilization of proceeds of funds raised during the years 2007-08 & 2009-10 by issue of shares to QIB's and on preferential basis to specified persons / entities are as follows:

(₹ in lakhs)

	2012-13	2011-12
Opening Balance	**420.77**	989.78
Less: Funds utilized for working capital	**420.77**	569.01
Unutilized (Bank Deposits)	**Nil**	**420.77**

Reduction of Share Capital:

Pursuant to orders of Hon'ble High court of Andhra Pradesh vide its Orders dated 19th March, 2013 , a) the Paid up Share Capital of the Company has been reduced from ₹ 19,13,78,820/- (Rupees Nineteen Crores Thirteen Lakhs Seventy Eight Thousand, Eight Hundred and Twenty) divided into 1,91,37,882 Equity shares of ₹10/- each to ₹ 3,82,75,764/- (Rupees Three Crores Eighty Two Lakhs Seventy Five Thousand, Seven Hundred and Sixty Four) divided into 1,91,37,882 Equity shares of ₹ 2/- each bearing distinctive nos 0001 to 1,91,37,882 and b) an amount of ₹ 11,95,16,160/- out of ₹ 40,60,19,259/- of Share Premium Account of the company as on 31.03.2012, which has been lost or is unrepresented by available assets, has been written off and c) the accumulated losses of the Company ₹ 27,26,19,216/- shown as the debit balance in the Profit & Loss Account as on 31.3.2012 have been written off fully by utilizing the aforesaid reduction in the Paid up Capital amount of ₹ 15,31,03,056/- and the Share Premium amount of ₹ 11,95,16,160/-;

Directors:

Mrs. V. Sarada Devi and Mr. P. Pavan Kumar, Directors' of the company, retire by rotation in the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

Deposits:

The Company has not accepted any public deposits during the year under review.

Insurance & Risk Management:

All the properties of your Company have been adequately insured. The Company from time to time has been conducting exercises on Risk Management and minimization procedures. This has been need based and being done by internal Management.

Internal Audit/ Internal Control Systems and their adequacy:

The internal controls of the Company are operated through an exhaustive system of internal checks and balances involving interdependencies of job responsibilities, which ensure that there are joint discussions and approvals before any financial commitments are made. The Company also has an outside internal audit system commensurate with its size and nature of the business.

Auditors:

Srinivas P. & Associates, Chartered Accountants, Statutory Auditors of the Company retire at the ensuing Annual General Meeting and are eligible for re-appointment. They have confirmed their eligibility and willingness to accept office, if reappointed.

Energy, Technology and Foreign Exchange:

Additional information in terms of Section 217 (1) (e) of the Companies Act, 1956, is annexed hereto (**Annexure-I**).

Particulars of Employees:

The details of Persons / Directors who were in receipt of remuneration in excess of limits specified in Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, is specified below :

S. No.	Name of Person / Director	Designation	Amount per month *
1.	C.K. Shastri	Chairman&Managing Director	₹ 5,00,000/-
2.	Jayant Dwarkanath	Director	₹ 5,00,000/-

* w.e.f. 1st October, 2012

Employees Stock Option Plan:

As required by Clause 12 of SEBI (Employee Stock Options Scheme and Employees Stock Purchase Scheme) Guidelines 1999, the disclosures of the Employees Stock Option Plan 2005, Stock Option Plan A 2007, Stock Option Plan A 2009 and Stock Option Plan B 2009 which are in force are given in **Annexure - II**

Management Discussion & Analysis:

Pursuant to the provisions of Clause 49 of the Listing Agreement with the Stock Exchange, a report on Management Discussion & Analysis is set out as **Annexure- III** to this report.

Wholly Owned Subsidiary:

The Company has opened a Wholly Owned Subsidiary Company (WOS) under the name and style "Intense Technologies FZE" in Hamriyah Free Zone, Hamriyah, United Arab Emirates (U.A.E). However there were no commercial operations.

Directors Responsibility Statement:

Pursuant to Section 217(2AA) of the Companies Act, 1956, your Directors' confirm the following that:

(i) In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

(ii) The Directors' have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of your company for that period.

(iii) The Directors' have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

(iv) The Directors' have prepared the annual accounts on a going concern basis.

Corporate Governance:

A report on Corporate Governance including Auditors' Certificate thereon as per Clause 49 of the Listing Agreement is enclosed and forms part of this Annual Report.

Stock Exchange Listing:

The Equity Shares of the Company are listed on Bombay Stock Exchange Limited and the Company confirms that it has paid Annual Listing Fees due to the Stock Exchange for the year 2012-13.

Acknowledgments:

Your Directors' convey their sincere thanks to State Bank of Hyderabad, HDFC Bank Ltd, and shareholders for their continued support. Your Directors' place on record, appreciation of the contribution made by the employees at all levels and looks forward to their continued support.

For and on behalf of the Board

Place: Secunderabad
Date: 26th August 2013

C.K.Shastri
Chairman & Managing Director

ANNEXURE - I TO THE DIRECTORS' REPORT:

Disclosure of particulars in respect of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo required under Companies (Disclosure of particulars in the Directors' Report) Rules 1988.

A. Conservation of Energy:

The operations of the company are not energy intensive. However the company endeavors to conserve energy consumption wherever possible.

B. Technology Absorption (R & D, Adaptation and Innovation):

1. Efforts, in brief, made towards technology absorption, adaptation and innovation:

   i) Continuous research to upgrade existing products and to develop new products and services.
   ii) To enhance its capability and customer service the company continues to carry out R & D activities in house.

2. Benefits derived as a result of the above efforts:

   i) Introduction of new and qualitative products.
   ii) Up gradation of existing products.

3. Future plan of action:

   Intense will continue to invest in and adopt the best processes and methodologies suited to its line of business and long-term strategy. Training employees in the latest appropriate technologies will remain a focus area. The Company will continue to leverage new technologies and also on the expertise available.

C. Foreign Exchange Earnings & Outgo:

The details of Foreign Exchange earnings and outgo are given below: **(₹ in lakhs)**

		2012-13	**2011-12**
1.	Foreign Exchange Earnings		
	FOB Value of Goods exported	**1629.19**	1016.94
2.	Foreign Exchange Outgo		
	1) Travelling	**160.13**	23.69
	2) Other expenditure incurred	**65.86**	11.41
	3) Transferred to Singapore Branch	**32.05**	23.40

For and on behalf of the Board

Place: Secunderabad
Date: 26th August 2013

C.K. Shastri
Chairman & Managing Director

ANNEXURE - II TO THE DIRECTORS' REPORT:

Disclosures pursuant to Para 12 of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999.

During the year under report the following Employees Stock Option Plans are in operation for issue and grant of stock options to its employees and Directors' in accordance with the provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999:

1. Fortune Employees Stock Option Plan 2005;
2. Intense Employees Stock Option Plan – A 2007;
3. Intense Employee Stock Option Plan Scheme – A 2009 and
4. Intense Employee Stock Option Plan Scheme – B 2009

The requisite disclosures of particulars with respect to these schemes during the year 2012-13 are as under:

1. Fortune Employees Stock Option Plan 2005:

Sl. No.	Particulars	As on 01.04.2012	As on 31.03.2013
1	No. of Options approved by Shareholders	30,00,000	30,00,000
2	Grant Price (₹)	10.00	10.00
3	Exercise Price (₹)	10.00	2.00
4	No. of Options granted	22,96,200	22,96,200
5	No. of Options Exercised	7,03,800	7,03,800
6	Total Options (4+5)	30,00,000	30,00,000
7	No. of Options lapsed during 2012-13	-	2,67,350
8	No. of Options issued during 2012-13	-	30,000
9	No. of Options Outstanding in force (4-7+8)	-	20,58,850
10	No. of Options available for reissue (7-8)	-	2,37,350

a. Total Number of shares arising as a result of exercise: 7,03,800
b. Maximum number of options approved by the shareholders 30,00,000
c. Pricing Formula: Exercise price for the options granted under this plan is ₹ 2/- per share (₹ 10/- upto 19.03.2013)
d. Vesting schedule

i) Upon completion of 1 year from the date of grant, 25% of the total options granted shall vest and become vested options.

ii) Upon completion of 2 years from the date of grant, 25% of the total options granted shall vest and become vested options.

iii) Upon completion of 3 years from the date of grant, 25% of the total options granted shall vest and become vested options.

iv) Upon completion of 4 years from the date of grant, the balance 25% of the total options granted shall vest and become vested options.

e. As per the plan, options lapsed i.e. unexercised options on account of resignation etc., shall become available for future grants under the existing plan.

f. Number of options available to be granted: 2,37,350

g. Variations in terms of Option: NIL

h. Number of options vested during the year: 7,26,650

i. Number of options granted during the year: 30,000

j. No options were exercised during the year.

2. Intense Employees Stock Option Plan A 2007:

a. Maximum Number of options approved by the shareholders - 5,00,000

b. Pricing Formula: Exercise price for the options to be granted under this plan is the price determined by the Board in accordance with SEBI guidelines i.e. Price prevailing on the date of the grant.

c. Vesting schedule is the same as that of Fortune ESOP-2005 mentioned in 1(d) above.

d. As per the plan, options lapsed i.e. unexercised options on account of resignation etc., shall become available for future grants under the existing plan.

e. Variations in terms of Option - NIL

f. Number of options available to be granted: 5,00,000

3. Intense Employee Stock Option Plan Scheme A 2009 :

a. Maximum Number of options approved by the shareholders 20,00,000

b. Pricing Formula: Exercise price for the options granted under this plan is ₹ 2/- per share (₹10/- upto 19.03.2013)

c. Vesting schedule is the same as that of Fortune ESOP-2005 mentioned in 1(d) above.

d. As per the plan, options lapsed i.e. unexercised options on account of resignation etc., shall become available for future grants under the existing plan.

e. Number of options available to be granted : 20,00,000

f. Variations in terms of Option - NIL

g. During the year 2012-13 no options were granted under the Intense Employee Stock Option Plan Scheme A 2009.

4. Intense Employee Stock Option Plan Scheme B 2009 :

a. The plan covers 8,00,000 options to Mr. Jayant Dwarkanath, Whole Time Director of the Company eligible in accordance with SEBI Guidelines.

b. Maximum Number of options approved by the shareholders 8,00,000

c. Pricing Formula: Exercise price for the options granted under this plan is ₹ 2/- per share (₹ 10/- upto 19.03.2013)

d. Vesting schedule is the same as that of Fortune ESOP-2005 mentioned in 1(d) above.

e. As per the plan, options lapsed i.e. unexercised options on account of resignation etc., shall not become available for future grants under the existing plan.

f. Variations in terms of Option - NIL

g. Date of grant: 12th February, 2011.

For and on behalf of the Board

Place: Secunderabad
Date: 26th August, 2013

C.K.Shastri
Chairman & Managing Director

ANNEXURE – III TO THE DIRECTORS' REPORT:

MANAGEMENT DISCUSSION AND ANALYSIS

1. A flat world

The world – or the business landscape, to be exact – is now utterly flat. So, while we still have brands, many a time they no longer command the premiums that were theirs by birthright, not very long ago. Because, generic barriers for new entrants have almost ceased to exist, service differentiation is wafer thin and immaterial of the vertical – Telecom, Banking, Insurance, Manufacturing, etc., enterprises are bedeviled by intense commoditization and competition. Little wonder then, survival (more than ever before) now depends on how enterprises differentiate their value proposition through innovative service delivery strategies. Additionally, managing customer loyalty and enhancing customer life-time value have now become paramount – as Key Factors for Success. And yet, a lot hasn't really changed – compliance and customer expectations mean that customer communications like Bills, Statements and Policy documents are still around and many a time the only "contact" enterprises make with their customers. This in turn means, there is an even higher scope for leveraging them as a catalyst for increased customer loyalty, enhanced brand image, and a driver of competitive advantages and profitability.

Historically, since the evolution of the customer communications, output management, EBPP and Self-care domains, the cost and relative complexity of enterprise software products catering to them made them attractive to only large enterprises. However with the SAAS era and the increasing penetration of the Cloud, Small and Medium Enterprises (anywhere across the globe) are potentially our customers.

In terms of geographies, while the last year saw us entrench our foothold across Africa, and actively engage in business development activity in Middle East / Africa and the USA, in the current year our focus is on client acquisitions (across these geographies) and business development activities in Latin America (notably Suriname).

2. The road ahead

What would enterprises of the future invest in? Clearly the era of investing in IT infrastructure is over – with the Internet established as the path as well as enabler for most business communications and transactions. Also, with bandwidth and storage available virtually and literally on tap, Cloud Computing, Social Media and Mobility devices are the domains that will see most activity, while "Big Data" and Business Analytics will continue to shape the landscape. Enterprises (Small, Medium and Large) will be guided by the forward-looking need for enhancing productivity rather than a continued emphasis on cost-cutting. Additionally, most businesses will look at investing in IT with a view to market themselves better.

While a majority of organization effort in the past decade was invested in growing the customer base, the forthcoming period will see enterprises actively leverage both technology and their existing customer base to gain a greater share of wallet from these customers. On the business front, enterprises are demanding solutions that can leverage transactional customer facing documents like bills, statements, premium notices, invoices etc, and transform them into rich communication vehicles that promote new products, offers, services, etc. What was earlier a transactional process is today a business requirement that drives revenue and opens new opportunities that cater to customer satisfaction.

3. Opportunities

Consolidating our Africa footprint

Africa has opened up as a continent-level economy of hope and potential in the last few years, with numerous global names extending their footprint to it and massive investments being made in the telephony and communications sectors. Compliance regulations across Africa make it mandatory for the antecedents of new customers to be thoroughly checked (Know Your Customer) before their services are activated and they are taken onboard.

Our **KYC** solution – **uniserve™ Onboard -** that has been successfully deployed across various Telecom companies in India has seen a lot of customer traction and been implemented across Africa (Congo Brazzaville, DRC, Gabon, Ghana, Kenya, Madagascar, Malawi, Niger, Rwanda, Sierra Leone, Tanzania, Uganda and Zambia) for a large global telecom company with operations across Africa, South Asia and Europe.

Web Self-care:

Worldwide, strong competition from various players has forced Telecom enterprises to introduce new features and add-ons that enhance customer experience (while reducing expenditure) in order to retain their customers. Research says that loyal customers have higher expectations of getting specialized treatment; a fact that makes it clear that customer experience is becoming an important glue to make customers sticky. Our comprehensive and feature-rich web selfcare solution, **uniserve™ MyServices** enables Telecom service providers to exponentially enhance customer experience through a personalized and interactive self service portal.

uniserve™ MyServices caters to the diverse needs of customers and offers a superior, highly pleasurable online experience while empowering them to manage their account, pay bills, do bill analysis, make complaints (trouble tickets) at their convenience, etc. while simultaneously decreasing service costs.

Web Self-care for Corporates:

uniserve™ CorpCare is a comprehensive enterprise invoice management solution that delivers enhanced enterprise customer experience and loyalty. With **uniserve™ CorpCare** @ work, creation of corporate hierarchy based on organizational structure with relevant permissions literally becomes child's play! It can generate structured and ad-hoc reports for analysis, integrate with payment gateways to enable online payments, provide drill down reports and sort itemized details to gain insights on expenditure. It can send out alerts for payment reminders and when budgets are being crossed. Corporate customers can organize and analyze transaction data with respect to organizational hierarchy and therefore gain greater understanding of transaction data. A personalized address book is made available to delineate personal and official calls; additionally, reports on trend analysis and ability to register and track complaints/feedback are made available. Moreover, campaigns specific to customer usage patterns can be communicated through the portal.

uniserve™ CorpCare helps in understanding telecom spends across lines of business. It has a dashboard that gives graphical representation of the corporate data for various stakeholders. Assured benefits include revenue realization by upwards of 20% and the empowerment of service providers to raise their bottom lines by at least 1-2%

Telecom Expense Management Solution:

The transition from pagers, landline phones to smart phones and tablets in recent years has changed the face of the new age business and its demands. It has also had a telling effect on the management of telecom costs. Fast times and even faster modes of communications have only made it difficult for enterprises to maintain operational efficiencies and therefore get a grip on expenses.

Unlike traditional Telecom Expense Management (TEM) solutions doing the rounds, Intense's **uniserve™ CorpCare+** focuses on accelerating revenues for Telecom Service Providers (TSPs), providing a consolidated view and centralized monitoring for enterprise customers to manage their entire telecom infrastructure. With **uniserve™ CorpCare+**, enterprise customers can be provided with a DIY (Do-It-Yourself) portal that makes for customizable dashboards, set of reports for total visibility across various GLs, provides a drill-down view of each employee and telecom spend thereof. Taking informed business and financial decisions has never been so easy! **uniserve™ CorpCare+** catalyzes enterprise competitive advantages and enables enterprises to focus on their core competencies.

Single view of all customer relationships:

uniserve™ 1Vu is a comprehensive solution designed to meet norms of citizen data entity resolution by identifying and assigning unique identifiers. Data entity resolution is performed on demographic parameters like name, address, etc. to establish unique single identifiers and can be done within Lines of Businesses (LOBs) and across organizations. For instance, in case of Telecom Service Providers, entity resolutions can be done within Prepaid, Postpaid, DTH and other LOBs and also across the Telecom Service Provider and other enterprises like banks, insurance companies, etc.

uniserve™1Vu is rugged, robust and capable of processing 10,000 & upwards of records in a database size of over 30 million in less than 1.5 hours, and its entity resolution engine can process over 500 million records every day.

Interactive e-bills:

Our interactive bill offering, **uniserve™ Engage** makes possible the hitherto unimaginable –enabling Self-care in a PDF. Historically, even when they received their bills on e-mail, customers could typically view a bill that they got from the Telecom operator as a PDF and then still needed to either pay it online (on a self-care portal / payment gateway) or through snail mail by cheque, or physically at a designated point. In other words, the electronic / interactive nature of the bill was solely limited to its mode of delivery! **uniserve™ Engage** on the other hand enables true and comprehensive interaction and not merely bill-view in PDF. In fact, a PDF bill can now be as engaging as a Self-care portal – enabling customers to pay their bills, see their spending patterns over a period of time, and get to know of any promotional packages or attractive offers and so on.

Additionally, customers can also register complaints in the PDF bill without having to call / e-mail CRM representatives separately. Faster revenue realization by upwards of 20-30% is assured with on-the-spot payments. What's more, the interactive features of the bill make for 20% enhancement in e-adoption rates!

ERP for Education:

We have launched a complete end-to-end, cloud ERP solution for educational institutions – **unicampus**. **unicampus** is a very easy-to-use solution to help educational institutions effectively respond to parent, faculty, student and administrative needs; a single solution to manage the entire education management, from pre-admission to complete data management. **unicampus**' user-friendly interface comes with information accessible at fingertips and it ushers in a futuristic and seamless learning environment encompassing –

1. Automated information pertaining to students and faculty

2. Automated attendance monitoring

3. Automated holiday calendars

4. Automated scheduling and conducting examinations

5. Automated fee structures and payments

6. E-Learning with digital video and audio content mapped to the students' curriculum

7. Fast and efficient management of the website (of the school / college / university) with content management system

8. Automated payrolls

9. Automated library services

10. Automated and time-bound reports on students' performance

11. Relevant and instant electronic communications to stakeholders - teachers, students and parents

12. Ready and easy integration with other business applications to enable faster and more efficient implementation cycles

13. Compliance and audit requirements are adhered to while implementing the solution to enable country-specific compliance to regulations

In keeping with the fast-paced advancements in educational technology and the onset of digital classrooms and future-focused learning pedagogies, the Company sees a tremendous and burgeoning demand for **unicampus** – especially because of its ability to exponentially better alter any educational stakeholder – be it a school, college or university – in terms of operational efficiencies, productivity, cost-cutting and so on, while tremendously enhancing the quality and reach of education. The company has achieved substantial traction in its efforts to market unicampus and plans to further the same – across India, the Middle East and Africa.

.

Citizen Identity and Certification Services:

Increasing penetration of the Internet and the growing affordability of computers has resulted in eGovernance making rapid strides across various countries in the developing world. Globally, all governments are looking at investing in technologies and solutions that enable them to meet their mandates better, enable to administer populist schemes with more efficiency and in a nutshell – govern better. Simultaneously, as more and more citizen services are digitized and more and more citizen data is created, there is an overwhelming need to eliminate fraudulent usage of this data and to be 100% compliant in meeting safety and regulatory norms. It is in this backdrop that the Company has been conceptualizing and offering a suite of Citizen Identification and Certification services – extending across identity documents such as Passports, Birth Certificates, Death Certificates, etc. and the entity resolution of citizen data that is used for generating these identity documents – by configuring its existing **uniserveTM** framework. The company has already made extensive forays into this space – efforts are currently underway to offer these services to the Governments of Uganda and Kenya in Africa and Suriname in South America.

4. Risks

The company's growth and operating performance may be affected by several risk factors. Some of the factors, which could affect the company's future results or operations, are outlined below.

Long sales cycle and unexpected and inordinate delays may adversely affect and create variation in quarterly operating results.

The purchase of the Company's products by its end-customers for implementation typically involves significant commitment of financial and other resources and handling of mission-critical data and processes. The sales cycle is therefore long and is subject to unexpected and inordinate delays. The Company has experienced, and continues to experience long sales cycles and delays in the purchase process of its customers for reasons beyond its control.

Consequently, there may be significant variation in the quarterly operating results in the future and period-to-period comparisons may not indicate future performance.

Failure to respond to rapid technological changes may make the products obsolete and adversely affect the operating results of the Company.

The market for the Company's products is characterized by rapid technological changes, frequent new product introductions and product enhancements (by competitors) and changing customer demands. Any of these factors can render the Company's existing products obsolete and unmarketable. The Company's success in the future will depend significantly on its ability to upgrade its products to newer technologies and changing needs of its customers in a timely and cost-effective manner. Failure to do so may result in cancellation of orders making the Company's products unmarketable to new customers; hence resulting in loss of existing customers as they replace our products with those of our competitors. Any of these factors may adversely affect the operating results and financial condition of the Company.

If the Company is unable to manage the significant risks arising from international operations, the company's operating results and financial condition may be adversely affected.

With increasing focus on international operations, the Company will be exposed to several risks, which inter alia include the following:

- Economic and political instability, including war and terrorism or the threat of war and terrorism
- Difficulty of managing an organization spread across many countries
- Multiple and conflicting tax laws and regulations
- Difficulty in hiring employees and difficulties and high costs associated with terminating employees and restructuring operations in foreign countries
- Trade laws and business practices favoring local competition
- Compliance with multiple conflicting and changing government laws and regulations
- Weaker intellectual property protection in foreign countries
- Import and export restrictions and tariffs
- The significant and stronger presence of some of our competitors in certain international markets
- Greater difficulty or delay in accounts receivable, collection etc.

If the Company is unable to successfully manage these risks, the Company's business may be harmed, which may adversely affect the operating results and financial condition of the Company.

Dependence on current and future business partners may not result in revenue growth and could adversely affect the operating results of the Company.

The Company is depending on its current partnerships with Systems Integrators and software vendors for increasing its revenues. The Company is also planning to expand its partnerships with other software vendors. These agreements are for fixed duration and may not be renewed. The agreements do not provide for any guarantee on revenue. Acquisition of the partners or change in their key management personnel may result in change of their focus areas. Moreover, these agreements can be terminated at short notice. If for any reason, the Company is unable to succeed in generating revenues through its current and future partnerships, the operating results of the Company may be adversely affected.

Future success depends upon the hiring and retaining key talent, many of whom would be difficult to replace and the loss of one or more of these employees could seriously harm the Company's business. The Company's future success depends upon the continued services of its executive officers and key technical, sales, marketing and support personnel, many of whom would be difficult to replace. The loss of one or more of these employees could seriously harm the Company's business. Additionally, because of the highly technical nature of its business, the loss of key technical personnel could delay product upgrades and significantly impair the Company's ability to successfully build future products.

The Company believes that its success depends, in large part, upon its ability to identify, attract and retain qualified software engineers and sales, marketing, finance and managerial personnel. There is competition to attract talented personnel and the Company may not be able to retain its key personnel or identify, or attract or retain other qualified personnel in the future. If the Company does not succeed in hiring and retaining employees with appropriate qualifications, its product development efforts, revenues and business could be seriously harmed.

Because of long product development process and sales cycle, the Company may incur substantial expenses before it earns associated revenues and may not ultimately sell as many licenses of its products as forecast.

The Company develops software products based on anticipated market and customer requirements and incurs substantial product development expenditures prior to generating associated revenues. Customers extensively evaluate the Company's products before making a purchase decision. The time required for evaluation and approval of the Company's products and solutions can take up to six or more months. Quite often, purchase decisions are deferred or dropped for reasons that have nothing to do with the product quality or value. Because of this lengthy development and sales cycle, the Company will experience delays between the time it incurs expenditures for research and development, sales and marketing and the time it generates revenues, if any, from these expenditures. Additionally, if actual sales volumes for a particular product are substantially less than originally forecast, the operating results would be adversely affected.

Failure of the management to manage growth effectively may adversely affect the Company's ability to increase its business and the result of operation.

The Company will need to make substantial investments in product development, sales and marketing activity to successfully market and sell its products in a rapidly evolving market. The Company continues to increase the scope of its operations domestically and internationally and has increased its headcount substantially. The Company's expected future growth will place significant strain on its management systems and its resources including the financial and managerial controls, reporting systems and procedures.

The Company must also manage multiple relationships with customers, partners, vendors and other third parties. Moreover, there may be unexpected costs. The Company's systems, procedures or controls may not be adequate to support its operations and it may not be able to expand quickly enough to exploit potential market opportunities.

Failure to keep pace with competition may adversely affect the growth prospects of the Company and / or adversely affect its business and the results of operation.

The Company's market is intensely competitive and characterized by rapidly-changing technology and evolving product releases by the competitors. The Company's competition may be able to develop more quickly or adapt faster to new or emerging technologies and changes in customer requirements. Many of the competitors have longer operating histories, larger customer base, greater name recognition and greater financial and other resources. New competitors continue to emerge and there continues to be consolidation among existing competitors, which could create pricing pressures. These factors may adversely affect the company's future growth and operating results.

Failure to protect our software and other proprietary technology rights could materially affect our operating results.

The Company may not be able to prevent misappropriation of its intellectual property rights or the reverse engineering of its solutions. Legal standards and scope of protection in many countries may not provide adequate protection of our proprietary technology/technologies. Consequently, we may not be able to prevent our proprietary technology/technologies from being exploited abroad. Misappropriation of our technology and high costs of policing/protection of our technology could adversely affect our operating results.

Infringement claims by third parties could adversely affect our operating results.

Third parties could claim that our current or future products or technology/technologies infringe their proprietary rights. Any claim of infringement by a third party, even those without merit, could cause us to incur substantial costs defending against the claim, and could distract the management from the Company's business. Third parties may also assert infringement claims against our customers.

These claims may require us to initiate or defend protracted and costly litigation on behalf of our customers, regardless of the merits of these claims. If any of these claims succeed, we may be forced to pay damages on behalf of our customers. We also generally indemnify our customers if our services infringe the proprietary rights of third parties. If anyone asserts a claim against us relating to proprietary technology or information, while we might seek to license their intellectual property, we might not be able to obtain a license on commercially reasonable terms or on any terms.

If the Company overestimates revenues, it may be unable to reduce its expenses to avoid or minimize a negative impact on its results of operations.

The Company's revenues are difficult to forecast and are likely to fluctuate significantly from time to time. The Company bases its operating expense budgets on expected revenue trends. The Company's estimates of sales trends may not correlate with actual revenues in a particular quarter or over a longer period of time. Variations in the rate and timing of conversion of the Company's sales prospects into actual licensing revenues could cause it to plan or budget inaccurately and those variations could adversely affect the Company's financial results. In particular, delays in sales cycles or loss of expected licensing deals would adversely affect the overall level and timing of the Company's revenues and its business, results of operations and financial condition could be harmed. In addition, many of its expenses, such as office and equipment leases and certain personnel costs, are relatively fixed. It may be unable to adjust spending quickly enough to offset any unexpected revenue shortfall. Accordingly, any shortfall in revenue may cause a material variation in operating results in any period.

The prices charged by the Company are based on market prices, which the Company cannot control.

The selling prices charged by the Company are based on market prices. The highly competitive nature of the market for the Company's products as well as international competition could drive down prices for the Company's products, thereby materially affecting its operational results.

If the Company's products contain any material defects, its revenues may decline.

Software products as complex as those offered by the Company often contain errors or defects, particularly when first introduced, when new versions or enhancements are released and when configured to individual customer's existing computing systems. Despite testing conducted by the Company, if additional defects and errors are found in current versions, new versions or enhancements of its products after commencement of commercial shipment, this could result in the loss of revenues or a delay in market acceptance or an increase in the rate of return of the Company's products. The occurrence of any of these events could materially harm the Company's business, operating results and financial condition.

The Company's operating results may be adversely affected by variations of the Indian rupee against foreign currencies.

The Company plans to generate a significant share of its revenues from international operations. The increase in revenues from international operations will expose the Company to foreign exchange risks. Any adverse fluctuations in the currencies in which the Company's exports are invoiced would affect the Company's results of operations.

5.Human Resources

We have also taken into cognizance the fact that people form the biggest component in our cost structure. That said, developing human capital is a key focus area for the Company. Consequently a HR vision has to be in line with the Company's overall vision and business strategy.

Our Company is fully committed to its people and therefore strives to create a work environment that challenges and motivates people to be performance oriented. This has been evidenced in our Company having one of the lowest attrition levels in the industry.

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on code of Governance:

Intense Technologies Limited (and reduced) is committed to optimizing long-term value for its stakeholders. The Company believes that good Corporate Governance is an intrinsic part of its fiduciary responsibility as a responsible citizen and has thereby laid strong emphasis on the transparency of its operations. In this respect, the company has created an accountability matrix that not only follows statutory disclosures and reporting norms but also voluntarily adheres to best international practices. The company is confident that these practices will enable it to establish enduring relationships with all its stakeholders and optimize its growth paradigm. The Company has adopted a code of conduct and business ethics for members of the Board and senior management, who have all affirmed in writing their adherence to the code.

2. Board of Directors

Composition of the Board:

The Board comprises of Seven Directors – Two Executive and Five Non-Executive Directors.

No. of Board Meetings held:

During the financial year 2012-13 the Board of Directors of your company met 9 times on 30th May, 2012, 31st July, 2012, 13th August, 2012, 31st August, 2012, 12th October, 2012, 12th November, 2012, 7th December, 2012, 13th February, 2013 and 22nd March, 2013.

Attendance at the Board Meetings and at the last Annual General Meeting:

Name of Director	Designation	No. of Board Meetings Held	No. of Board Meetings Attended	Attendance at the Last AGM (Yes/No)
# Mr. C.K.Shastri	C.M.D	9	9	Yes
# Mr. Jayant Dwarkanath	E.D	9	8	Yes
$ Mr. Tikam Sujan	N.E.D	9	1	No
@ Mrs. V. Sarada Devi	N.E.D	9	*	No
@ Mr. P. Pavan Kumar	N.E.D	9	*	No
@ Mr. K.S. Shanker Rao	N.E.D	9	5	Yes
@ Mr. V.S. Mallick	N.E.D	9	9	Yes
$ Mr. P. Anil Kumar (upto 03.10.2012)	N.E.D	4	4	Yes

Executive and Non-Independent
$ Non-executive and Non-independent
@ Non-Executive Independent Directors
* Leave of absence was granted

Directorships in other companies:

1. C. K. Shastri is a Director in e-JAS Tech Solutions Private Limited and i-trace Nanotech Private Limited.
2. Jayant Dwarkanath is a Director in e-JAS Tech Solutions Private Limited and i-trace Nanotech Private Limited.
3. V.S.Mallick is a Director in Kanha Shanti Vanam, a Section 25 Company based in Hyderabad.
4. Mr. P. Anil Kumar is a Director in e-JAS Tech Solutions Private Limited.

3. Audit Committee

Composition

Chairman: K.S. Shanker Rao
Members: V.S. Mallick
V. Sarada Devi

Terms of reference:

The terms of reference fully conform to the requirements of Section 292A of the Companies Act, 1956 and as specified in Clause 49 of the Listing Agreement with the Stock Exchange, which *inter alia* include the following:

- Overseeing the company's financial reporting process.
- Recommending appointment and removal of external/internal auditors and fixing of their fees.
- Reviewing with management the quarterly, half-yearly and annual financial results / statements with special emphasis on accounting policies and practices, compliance with accounting standards and other legal requirements concerning financial statements.
- Reviewing the adequacy of the audit and compliance functioning including their policies, procedures, techniques and other regulatory requirements.
- Reviewing the adequacy of internal control systems and significant audit findings.
- Discussions with external/internal auditors regarding nature and scope of audit.

Meetings and Attendance:

The Audit Committee of Directors met four times during the financial year 2012-13 on 30th May, 2012, 13th August, 2012, 12th November, 2012 and 13th February, 2013.

Name of the Member	Meetings held during the year	Meetings attended
Mr. K.S Shanker Rao	4	4
Mrs. V. Sarada Devi	4	*
Mr. V.S.Mallick	4	4

* Leave of absence was granted

4. Remuneration / Compensation Committee.

The Remuneration / Compensation committee of Directors met twice on 25th April, 2012.and 31st August, 2012

Name of the Member	Meetings held during the year	Meetings attended
Mr. V.S. Mallick	2	2
Mr. K.S. Shanker Rao	2	2
Mrs. V. Sarada Devi	2	*

* Leave of absence was granted

The Remuneration policy of the Company is summarized as follows:

i) For Managing Director & Whole-time Director:

The total remuneration, subject to shareholders' approval consists of:

1. A fixed component consisting of salary, allowances, perquisites and benefits are in line with the Company's rules for senior managerial personnel.

2. A variable component linked to the performance of the company, as well as the Managing Director & Whole-time Director, consisting of commission and special allowances as determined by the Remuneration Committee.

ii) For Non Executive Directors:

1. No remuneration / sitting fees is paid to any Non-Executive Director except Mr. K.S. Shanker Rao, Chairman of Audit Committee.

Remuneration and sitting fees paid to the directors during the financial year 2012-13.

Name of the Director	Category	Remuneration	
		Paid Salary & Perks (₹)	Stock Options
Mr. C.K.Shastri	Chairman and Managing Director	45,00,000	Nil
Mr. Jayant Dwarkanath	Executive Director	45,00,000	17,87,500
Mr. Tikam Sujan	Non-Executive Director	Nil	Nil
Mr. P. Anil Kumar (upto 03.10.2012)	Non-Executive Director	Nil	Nil
Mrs. V. Sarada Devi	Non-Executive Director	Nil	Nil
Mr. P.Pavan Kumar	Non-Executive Director	Nil	Nil
Mr. K.S. Shanker Rao	Non-Executive Director	80,000	Nil
Mr. V.S. Mallick	Non-Executive Director	Nil	Nil

5. Share Transfer and Shareholder / Investor Grievance Redressal Committee: Composition, Names of Members and Chairman:

The Committee comprises of Mr. V.S.Mallick, Chairman, Mr. Jayant Dwarkanath and Mr. Tikam Sujan as its members, Ms. K. Tejaswi, Company Secretary as secretary to the committee. The Committee meets every fortnight to approve the transfers and to redress the grievances if any of the investors.

Number of Investor queries /complaints received during the year 2012-13 were as follows:

Sl No	Description	Opening Balance	Received	Disposed	Pending
1	Change/correction of address	-	3	3	-
2	Non receipt of dividend warrants	-	1	1	-
3	Non receipt of annual report	-	3	3	-
4	Non receipt of fresh/new securities	-	-	-	-
5	Correspondence related to transfer of shares	-	-	-	-
	TOTAL	-	**7**	**7**	-

6. Management Committee: Composition, Names of Members and Chairman:

The Committee comprises of Mr. C.K.Shastri, Chairman, Mr. Jayant Dwarkanath and Mr. V.S. Mallick as its members. The Committee meets as and when required for monitoring and providing strategic direction to the Company's practices towards fulfilling its objectives. The Committee will guide the Company in matters relating to tenders and such other contracts and agreements as required from time to time. The Management committee of Directors met six times during the financial year 2012-13 on 25th April, 2012, 29th May, 2012, 27th June, 2012, 8th October, 2012, 1st November, 2012 and 22nd February, 2013.

Name of the Member	Meetings held during the year	Meetings attended
Mr.C.K.Shastri	6	6
Mr.Jayant Dwarkanath	6	5
Mr.V.S.Mallick	6	6

7. Annual General Meetings

The last three Annual General Meetings were held as under.

Year	Date	Location	Time
2011-12	28.09.2012	Surana Udyog Auditorium, FAPCCI House, Red Hills, Lakdi Ka Pul, Hyderabad – 500 004	3.00 P.M
2010-11	30.09.2011	Surana Udyog Auditorium, FAPCCI House, Red Hills, Lakdi Ka Pul, Hyderabad – 500 004.	10.30 A.M.
2009-10	30.09.2010	Surana Udyog Auditorium, FAPCCI House, Red Hills, Lakdi Ka Pul, Hyderabad – 500 004.	10.00 A.M.

Special resolutions passed in the previous three AGM's were for:

During 2011-12:-

1. Re-appointment with revision of remuneration payable to Mr. C.K. Shastri, Chairman & Managing Director.
2. Re-appointment with revision of remuneration payable to Mr. Jayant Dwarkanath, Whole time Director

During 2010-11:-

1. Delisting from The Calcutta Stock Exchange Limited.

During 2009-10:-

1. Re-appointment of C.K. Shastri as Managing Director of the Company.
2. Re-appointment of Jayant Dwarkanath as Whole-time Director of the Company.

8. Disclosures

a) Disclosures on materially significant related party transactions:

None of the materially significant transactions with any of the related parties was in conflict with the interest of the Company. Details of the material related party transactions are disclosed in the notes to accounts.

b) Details of Non-compliance by the company, penalties, and stricture imposed on the company by the Stock Exchange, SEBI or any Statutory Authorities or any matter related to capital markets.

The company has complied with all the requirements of the listing agreement with the Stock Exchange as well as regulations and guidelines of SEBI. The Company made a compounding application to the Reserve Bank of India in the matter of refund of share application money to NRI in terms of RBI Regulations and the case was compounded. No other penalties or strictures were imposed by SEBI, Stock Exchanges or any other Statutory Authorities on matters relating to the capital markets during the last three years.

c) Compliance Certificate of the Auditors:

Certificate of the Statutory Auditors has been obtained on the compliance of the conditions of Corporate Governance in terms of Clause 49 of the Listing Agreement with Stock Exchange and the same is annexed.

d) Details of compliance with mandatory requirements and adoption of the non- mandatory requirements of this clause.

The Company has fully complied with the mandatory requirements of Clause 49 of the Listing Agreement of the Stock Exchange. All Returns/Reports were filed within the stipulated time with the Stock Exchange/other authorities.

Further, the Company has adopted non – mandatory requirement of Clause 49 of the listing agreement, viz., Remuneration Committee of the Board which has been constituted to determine the remuneration package of the Executive Directors.

e) The Management Discussion and Analysis Report is a part of this Annual Report.

9) Means of Communication:

The quarterly and annual financial results are published in the Business Standard (English) and Andhra Prabha (Telugu). These results are submitted to the Stock Exchange in accordance with the Listing Agreement and they are also being filed with Corporate Filing and Dissemination System (CFDS) (as per Clause 52 of the Listing agreement).

10) GENERAL SHAREHOLDERS' INFORMATION

1. 23rd Annual General Meeting:

The 23rd Annual General Meeting of the Company will be held on Thursday, the 26th September 2013 at 3.00 P.M. at Surana Udyog Auditorium, FAPCCI House, Red Hills, Lakdi Ka Pul, Hyderabad –500 004.

2. Financial Calendar:

The quarterly financial results are published within 45 days from the closure of the quarter.

3. Date of Book Closure : 26th September 2013

4. Listing on Stock Exchanges: The Bombay Stock Exchange Limited (BSE)
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai - 400 001.

The Company confirms that the annual listing fee has been duly paid to: The Bombay Stock Exchange Limited (BSE).

5. Stock Market Data:

Stock Code: BSE 532326

Market Price Data: **(Amount in ₹)**

Month	BSE	
	High	Low
Apr-12	8.23	5.66
May-12	6.54	5.01
Jun-12	8.35	6.00
Jul-12	9.14	6.50
Aug-12	7.97	5.56
Sep-12	7.68	4.85
Oct-12	8.50	6.25
Nov-12	8.40	6.35
Dec-12	8.04	6.00
Jan-13	8.53	6.30
Feb-13	7.70	5.68
Mar-13	7.37	4.51

6. Registrar and Share Transfer Agents:

Karvy Computershare Private Limited (KCPL) acts as Registrar and Share Transfer Agents of the Company. The shareholders are requested to contact KCPL at the following address:

Name and Address: Karvy Computershare Private Limited (KCPL)
Plot No. 17/24,
Next to Image Hospitals,
Vittalrao Nagar, Madhapur,
Hyderabad – 500 081

Phone Number : 91-40-44655000
Fax Number : 91-40-23420814 / 23420857
E-mail : einward.ris@karvy.com
Website : www.karvycomputershare.com

7. Share Transfer System

Share transfers are registered and returned, generally, within a period of 15 days from the date of lodgment, provided the necessary documents are in order.

Share Transfer during the financial year 2012-13 :

Transfer period	No. of Transfers	No. of shares	% of Shares
1 TO 15 DAYS	-	-	-

International Securities Identification Number: The ISIN Number of the Equity shares of the company is **INE 781A01025.** The Paid up Share capital of the Company is reduced from ₹ 19,13,78,820 divided into 1,91,37,882 equity shares of ₹ 10/- each to '₹3,82,75,764 lakhs divided into 1,91,37,882 equity shares of ₹ 2/- each as per the Honorable Andhra Pradesh High Court Order dated 19.03.2013.

8. Outstanding GDR's / ADR's / Warrants or convertible instruments and impact on Equity.

The Company has not issued any GDRs / ADRs/Warrants/Convertible debentures during the year 2012-13.

9. Distribution of Shareholding as on 31st March 2013

Category (Shares)	No. of Cases		No. of Shares		Amount	
	Number	% of Total	Number	% of Total	In ₹	% of Total
(1)	(2)	(3)	(4)	(5)	(6)	(7)
1-500	7201	76.13	1228970	6.42	12289700	6.42
501-1000	927	9.80	795792	4.16	7957920	4.16
1001-2000	538	5.69	840908	4.39	8409080	4.39
2001-3000	221	2.34	571444	2.99	5714440	2.99
3001-4000	103	1.09	369550	1.93	3695500	1.93
4001-5000	110	1.16	520969	2.72	5209690	2.72
5001-10000	175	1.85	1298336	6.78	12983360	6.78
10001 AND ABOVE	184	1.95	13511913	70.60	135119130	70.60
TOTAL	**9459**	**100.00**	**19137882**	**100.00**	**191378820**	**100.00**

10. Shareholding Pattern as on 31st March 2013.

S.No.	Category	No. of Shares	%
1	Indian Promoters	1695499	8.86
2	Foreign Institutional Investors	500000	2.61
3	Bodies Corporate	3163483	16.53
4	Indian Public	10327870	53.97
5	NRI's / OCB's	2938541	15.35
6	Trusts	1	0
7	Clearing Members	512488	2.68
	Total	**19137882**	**100.00**

11. Dematerialization of Shares and Liquidity as on 31st March 2013.

S.No.	Particulars	No. of Shares	% of Share Capital
1	NSDL	12873787	67.27
2	CDSL	6095354	31.85
3	Physical	168741	0.88
	TOTAL	**19137882**	**100.00**

12. Code of Conduct and Ethics:

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.

A detailed declaration along with a certificate of compliance appears in the Annexure to the Corporate Governance Report.

13. Risk Assessment and Minimization Procedures:

The Company from time to time has been conducting exercises on Risk Management and minimization procedures. This has been need based and being done by internal management.

14. Compliance with Clause 5A of the Listing Agreement

As per Clause 5A of the Listing Agreement, no particulars were required to be mentioned as none of the shares were in physical form, issued in public issue, which remains unclaimed.

15. Address for Correspondence:

K. Tejaswi,
Company Secretary & Compliance Officer
Intense Technologies Limited (and reduced)
A1, Vikrampuri,
Secunderabad- 500009
e-mail id: tejaswi@intense.in

Chief Executive Officer (CEO) and Chief Finance Officer (CFO) Certification

To the Board of Directors' of Intense Technologies Limited (and reduced)

Dear Sirs,

Sub: Chief Executive Officer (CEO) and Chief Finance Officer (CFO) Certification

(in accordance with provisions of Clause 49 of the Listing Agreement with the Stock Exchange)

We have reviewed the financial statements and the cash flow statement of Intense Technologies Limited (and reduced) for the year ended March 31, 2013 and that to the best of our knowledge and belief, we state that:

(a) (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;

(ii) These statements together present a true and fair view of the company's affairs and are in compliance with current accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, and the steps they have taken or proposed to be taken to rectify these deficiencies.

(d) We have indicated to the Auditors and the Audit committee:

i. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

ii. That there were no instances of significant fraud of which we have become aware.

Place: Secunderabad	**C.K. Shastri**	**H.M.Nayak**
Date: 24th May, 2013	**Chairman & Managing Director**	**Head-Finance**

Auditors' Certificate to the Members of Intense Technologies Limited (and reduced) on compliance of the conditions of Corporate Governance for the year ended 31st March, 2013, under Clause 49 of the Listing Agreement with the Stock Exchange.

We have read the Report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance of conditions of Corporate Governance by Intense Technologies Limited (and reduced) (" the Company"), for the year ended 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was conducted in the manner described in the Guidance Note on Certification of 'Corporate Governance' issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance. Our examination was neither an audit nor was it conducted to express an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and on the basis of our examination described above, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Srinivas P. & Associates
Chartered Accountants
Firm Regn.No.006987S

Place: Hyderabad
Date: 26th August, 2013

CA.P.Srinivas
Proprietor
Membership No. 204098

DECLARATION BY THE MANAGING DIRECTOR OF THE COMPANY ON CODE OF CONDUCT

I hereby declare that:

1. The Code of Conduct for the Board Members and Senior Management of the company was approved by the Board of Directors in the Board Meeting and the same was adopted by the Company.

2. The Code of Conduct adopted by the Company was circulated to the members of the Board and Senior Management of the Company and is also posted on the website of the Company.

3. All the members of the Board and Senior Management of the Company have complied with all the provisions of the Code of Conduct.

For and on behalf of the Board

Place: Secunderabad **C.K.Shastri**
Date: 26th August, 2013 **Chairman & Managing Director**

INDEPENDENT AUDITORS' REPORT

To The Members of Intense Technologies Limited (and reduced)

We have audited the accompanying financial statements of Intense Technologies Limited (and reduced) ("the Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal controls relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;

b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and

c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("CARO") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by section 227(3) of the Act, 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 account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;

   e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

   f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For Srinivas P. & Associates
Chartered Accountants
Firm Regn.No.006987S

Place: Hyderabad
Date: 24th May, 2013

CA.P.Srinivas
Proprietor
Membership No. 204098

Annexure to the Auditors' Report

(Referred to in paragraph 1 of the Auditor's Report of even date to the Members of Intense Technologies Limited (and reduced) on the financial statements as of and for the year ended 31st March, 2013)

On the basis of such checks as considered appropriate and in terms of the information and explanations given to us, we further report as under:

(1) (a) The company has maintained proper records showing full particulars, including Quantitative details and situation of fixed assets.

(b) All the fixed assets have been physically verified by the management in accordance with a phased programme of verification, which in our opinion is reasonable, having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) As per the information and explanations given to us, during the year, the Company has not disposed off any substantial part of the fixed assets that would affect the going concern status of the company.

(2) As explained to us, the Company does not hold inventories, hence the provisions of clauses 4 (A) (iii),(iv),(v) and (vi) of the Companies (Auditor's) Report Order, 2003 is not applicable to the Company.

(3) (a) As per the information and records made available, the Company has granted unsecured loans to (1) Company listed in the register maintained under section 301 of the Companies Act, 1956.

(b) As per the information and records made available, the rate of interest and other terms and conditions on unsecured loans granted by the company are prima facie not pre-judicial to the interest of the Company.

(c) & (d) The repayment of the above unsecured loans, including interest is yet to be made.

(e) The Company has not taken any loan from companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year. The provisions of clause (iii) (f), and (g) of the Companies (Auditor's) Report Order, 2003 is not applicable to the Company.

(4) 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 the nature of its business with regards to purchases of fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in the internal controls.

(5) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.

(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contract or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.

(6) As per the information and explanations given to us, the company has not accepted deposits from public and hence directives issued by the Reserve Bank of India and the provisions of sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 are not applicable for the year under audit.

(7) The Company has outside internal audit system commensurate with its size and nature of its business.

(8) The Central Government has not prescribed the maintenance of cost records by this Company under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.

(9) (a) According to the records of the Company, the Company has been regular in depositing, with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, and other material statutory dues applicable to it.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of such statutory dues were outstanding as at 31st March, 2013 for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us, there are no such statutory dues, which have not been deposited on account of any dispute.

(10) The Company has no accumulated losses at the end of the financial year and has not incurred cash loss for the current financial year and immediately preceding financial year. (Refer note 19 of Financial Statement for the year ended 31st March 2013).

(11) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.

(12) As per the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares.

(13) In our opinion, the company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.

(14) As per the records maintained, the company does not deal or trade in shares, securities, debentures and other investments.

(15) In our opinion and according to the information and explanations given to us by the management, the company has not given any guarantees for loans taken by others from banks or financial institutions.

(16) The Company has not raised any term loans during the year.

(17) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, the Company has not raised any short-term / long –term funds during the financial year.

(18) As per the information and explanations given to us, the company has not made any preferential allotment of shares to parties and Companies covered in the register maintained under section 301 of the Companies Act, 1956.

(19) The Company has not issued any debentures and hence clause (XIX) of the Companies (Auditor’s) Report Order, 2003 is not applicable to the Company.

(20) During the year covered by our report the Company has not raised any money by way of public issue.

(21) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For Srinivas P. & Associates
Chartered Accountants
Firm Regn.No.006987S

Place: Hyderabad
Date: 24th May, 2013

CA.P.Srinivas,
Proprietor
Membership No. 204098

Balance Sheet as at 31st March 2013

(Amount in ₹)

	Note	As at 31.03.2013	As at 31.03.2012
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2	38,275,764	191,378,820
(b) Reserves & Surplus	3	364,274,158	154,202,543
(2) Non-current liabilities			
(a) Provision for Gratuity		13,869,565	10,855,009
(b) Long-term provisions		2,269,818	5,337,657
(3) Current Liabilities			
(a) Trade Payables		1,408,138	3,617,892
(b) Short-term Provisions	4	19,031,789	18,011,604
TOTAL		**439,129,232**	**383,403,525**
II. ASSETS			
(1) Non-current assets			
(a) Tangible Fixed Assets	5	35,353,048	32,537,162
(b) Non-current investments	6	37,343	37,343
(c) Deferred Tax Asset		18,608,126	17,854,258
(d) Other non-current assets	7	62,494,979	46,236,463
(2) Current Assets			
(a) Trade Receivables	8	76,740,532	175,165,757
(b) Cash and Cash Equivalents	9	235,300,844	103,439,000
(c) Other current assets	10	10,594,360	8,133,542
TOTAL		**439,129,232**	**383,403,525**
Significant accounting policies	1		

The accompanying notes are an integral part of the financial statements
In terms of our Report of even date

Srinivas P. & Associates
Chartered Accountants
Firm Regn.No.006987S

For and on behalf of the Board

CA.P.Srinivas
Proprietor
Membership No.204098

C.K.Shastri
Managing Director

Jayant Dwarkanath
Director

Place: Secunderabad
Date : 24th May,2013

K.Tejaswi
Company Secretary

Statement of Profit & Loss for the year ended 31st March 2013

(Amount in ₹)

	Note	Year Ended 31.03.2013	Year Ended 31.03.2012
I.Revenue from Operations	11	324,449,501	206,657,772
II.Other Income	12	19,841,632	9,649,997
III.Total Revenue (I+II)		**344,291,133**	**216,307,769**
IV.Expenses			
Operating Expenses	13	16,742,404	4,347,806
Personnel	14	160,137,646	115,001,184
Administrative & Marketing Expenses	15	102,873,193	60,332,920
Financial Charges	16	571,015	226,285
Depreciation and amortisation		8,799,956	8,835,689
Misc.Expenses written off	17	645,703	645,703
Total Expenses		**289,769,917**	**189,389,587**
V.Profit before tax (III-IV)		54,521,216	26,918,182
VI.Tax Expense			
(a) MAT		959,630	-
(b) Deferred Tax		753,868	(1,162,318)
VII.Profit after tax		54,315,454	25,755,864
VIII.Prior Period Adjustments		2,653,105	(5,359,784)
IX.Balance Carried forward		**56,968,559**	**20,396,080**
X.Earnings per share (Face Value ₹2/- each) (previous year ₹ 10/-each)	18		
(a) Basic		**2.80**	1.41
(b) Diluted		**2.69**	1.36

The accompanying notes are an integral part of the financial statements
In terms of our Report of even date

Srinivas P.& Associates
Chartered Accountants
Firm Regn No.006987S

For and on behalf of the Board

CA.P.Srinivas
Proprietor
Membership No.204098

C.K.Shastri
Managing Director

Jayant Dwarkanath
Director

Place: Secunderabad
Date : 24th May,2013

K.Tejaswi
Company Secretary

Statement of Cash Flow for the year ended 31st March 2013

(Amount in ₹)

		31.03.2013	31.03.2012
A	**Cash Flow from operating Activities**		
	Net Profit before tax	54,521,216	26,918,182
	Adjustment for:		
	Depreciation	8,799,956	8,835,689
	Miscellaneous Expenses written off	645,703	645,703
	MAT	(959,630)	-
	Other Income	(19,841,632)	(9,649,997)
	Operating Profit/(Loss) before working capital Changes	**43,165,613**	**26,749,577**
	Adjustment for:		
	(Increase)/Decrease in Trade Receivables	98,425,225	(74,528,534)
	(Increase)/Decrease in Other Current Assets	(2,460,818)	(3,088,707)
	(Increase)/Decrease in Other Non-Current Assets	(16,904,219)	18,335,358
	Increase/(Decrease) in Non-current Liabilities	(53,283)	2,628,922
	Increase/(Decrease) in Current Liabilities	(1,189,569)	(5,815,981)
	Cash generated from Operations	**120,982,949**	**(35,719,365)**
	Prior Period Items	2,653,105	(5,359,784)
	Net Cash Flow from Operating Activities	**123,636,054**	**(41,079,149)**
B	**Cash Flow from investing Activities**		
	(Increase)/Decrease in Fixed Assets	(11,615,842)	(4,953,474)
	(Increase)/Decrease in Misc.Expenditure	-	(6,517,150)
	Other Income Received	19,841,632	9,649,997
	Net Cash used in investing activities	**8,225,790**	**(1,820,627)**
C	**Cash Flow from Financing Activities**		
	Increase/(Decrease) in Share Capital	-	-
	Increase/(Decrease) in Warrants Foreiture	-	4,500,000
	Increase/(Decrease) in Share Application Money	-	(4,500,000)
	Increase/(Decrease) in Share Premium	-	-
	Net cash generated from Financing Activities	**-**	**-**
	Cash & Cash equivalents utilised (A+B+C)	131,861,844	(42,899,776)
	Cash & Cash equivalents (Opening Balance)	103,439,000	146,338,776
	Cash & Cash equivalents (Closing Balance)	235,300,844	103,439,000

The accompanying notes are an integral part of the financial statements
In terms of our Report of even date

Srinivas P. & Associates
Chartered Accountants
Firm Regn No.006987S

For and on behalf of the Board

CA.P.Srinivas
Proprietor
Membership No.204098
Place: Secunderabad
Date : 24th May , 2013

C.K.Shastri
Managing Director

Jayant Dwarkanath
Director

K. Tejaswi
Company Secretary

NOTES TO FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES:

1.1. Accounting Concepts:

The Company follows the Historical cost convention and the mercantile system of accounting where the income and expenditure are recognized on accrual basis.

1.2. Revenue Recognition:

Revenue from software products is recognized when the sale has been completed with raising of invoice from the company.

Revenue from software development on a time and material basis is recognized based on software developed and billed to clients as per the terms of specific contracts.

Revenue from digitization is identified when the specific milestone is achieved and invoice is raised.

1.3. Expenditure:

Expenses are accounted on the accrual basis and provisions are made for all known and expected expenses, losses and liabilities.

1.4. Fixed Assets:

Fixed assets are stated at the cost of acquisition, less accumulated depreciation. Direct costs are capitalized till the assets are ready to be put to use. These costs include financing costs relating to acquisition of assets.

1.5. Depreciation:

Depreciation on fixed assets is provided on Written Down Value method on a pro rata basis at the rates specified in Schedule XIV of the Companies Act, 1956.

1.6. Product Development and Research:

Initial Expenditure incurred on Research and Development of products, promotional expenditure of new products and existing products have been capitalized and amortized over a period of time.

1.7. Foreign Currency Transactions:

Sales made to clients outside India have been accounted based on the rate prevailing on the date of invoice. Expenditure in foreign currency is accounted at the exchange rate prevalent when such expenditure is incurred. All monetary items denominated in foreign currency are reflected at the rates prevailing on the Balance Sheet date. Exchange differences, if any, arising on account of fluctuation in foreign exchange have been duly reflected in the profit and loss account in case of revenue transactions and capitalized in case of transactions having capital nature.

1.8. Investments:

Investments are stated at cost of acquisition, no provision has been made towards diminution in the value of investments.

1.9. Income tax:

Provision is made for income tax on a yearly basis, under the tax-payable method, based on the tax liability as computed after considering the prevailing exemptions available as per the Income Tax Act, 1961.Deferred tax is recognized, subject to the consideration of prudence on timing of difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more periods.

1.10. Trade Receivables, Loans & Advances:

Doubtful Debts/Advances are written off in the year in which those are considered to be irrecoverable.

1.11. Prior Period Expenses/Income:

Prior period items, if material are separately disclosed in the Statement of Profit & Loss.

1.12. Earning Per Share

The earnings considered in ascertaining Earnings Per Share (EPS) comprises the net profit after tax (and includes the post tax effect of any extraordinary items). The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year. The Number of shares used in computing the diluted EPS comprises weighted average number of shares considered for deriving Basic EPS and also weighted average of the number of equity shares which could have been issued on conversion of dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year unless they have been issued at a later date. The diluted potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at the fair value (i.e. average market value of the outstanding shares.)

1.13. Employee Benefits:

Contribution to schemes such as Provident Fund and Employee State Insurance Scheme are charged to profit and loss account on accrual basis. The Company also provides for other retirement benefits in the form of gratuity under the Payment of Gratuity Act, 1972 based on an actuarial valuation made by an independent actuary as at the balance sheet date. The cost of leave encashment made to employees is considered as expenses on actual basis.

1.14. Employee Stock Option Scheme:

Stock options granted to employees under the stock option schemes are evaluated as per the accounting treatment prescribed by Employee Stock Option Scheme and Employee Stock Purchase Scheme Guidelines, 1999 issued by Securities and Exchange Board of India. Accordingly the excess of market value of the stock options as on the date of grant over the exercise price of the options is recognized as deferred employee compensation and is charged to profit and loss account on straight line basis over the vesting period of the options. The unamortized portion of the deferred employee compensation is shown under Reserves and Surplus.

1.15. Sales:

Sale of product/service is exclusive of sales tax/service tax.

1.16. Borrowing Cost:

Borrowing Cost on qualifying asset is considered for capitalization when the expenditure on qualifying asset and borrowing cost are incurred. The company had not acquired any assets against borrowings in the year and hence it is not applicable in the year.

1.17. Segment Reporting:

The Company's operations predominantly relates to software products development, hence no reportable primary segment information is made.

Notes to Financial Statements for the year ended 31st March 2013.

		2013		2012	
		No.of Shares	(Amount in ₹)	No.of Shares	(Amount in ₹)
2	**Share Capital**				
a)	**Authorised Share Capital**				
	Equity Shares of ₹ 2/- each (Previous Year ₹ 10/- each)	50,000,000	100,000,000	50,000,000	500,000,000
		50,000,000	100,000,000	50,000,000	500,000,000
b)	**Issued, subscribed and fully paid up share capital**				
	Equity Shares of ₹ 2/- each (Previous Year ₹ 10/- each)	19,137,882	38,275,764	19,137,882	191,378,820
		19,137,882	38,275,764	19,137,882	191,378,820

The reduction of share capital was approved by the Hon'ble High Court of Andhra Pradesh and became effective upon filing of the Court Order with Registrar of Companies, Hyderabad. Upon effecting of the Scheme, face value of each equity share has been reduced from ₹10/- (Rupees Ten Only) per equity share to ₹ 2/- (Rupees Two Only) per equity share.

c) Rights of shareholders :

The Company has only one class of equity shareholders. Each holder of equity shares is entitled to one vote per share.

d) Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars	2013		2012	
	No.of Shares	(Amount in ₹)	No.of Shares	(Amount in ₹)
• Shares outstanding at the beginning of the year	19,137,882	191,378,820	19,137,882	191,378,820
• Less: Reduction in paid up value of Share/Share Capital (as per the Scheme approved by the Hon'ble High Court of Andhra Pradesh)	-	153,103,056	-	-
• Shares outstanding at the end of the year	19,137,882	38,275,764	19,137,882	191,378,820

e) Shareholders holding more than 5% shares in the Company

	Name of the shareholder	2013		2012	
		No.of Shares held	% total holding	No.of Shares held	% total holding
1	C.K.Shastri	1,601,974	8.37	1,601,974	8.37
2	Tikam Sujan	1,854,283	9.69	1,854,084	9.69

Notes to Financial Statements for the year ended 31st March 2013.

(Amount in ₹)

		As at 31.03.2013	As at 31.03.2012
3	**Reserves & Surplus**		
	Share Premium	286,503,099	406,019,259
	Warrants Forfeiture	20,802,500	20,802,500
	Balance in Profit & Loss Account	56,968,559	(272,619,216)
		364,274,158	**154,202,543**
4	**Short-term provisions**		
	Provision for Expenses	15,681,674	11,344,654
	MAT	959,630	-
	Service Tax	481,645	3,566,747
	Sales Tax	-	893,769
	TDS	1,670,625	984,736
	Others	238,215	1,221,698
		19,031,789	**18,011,604**

Notes to Financial Statements for the year ended 31st March 2013.

5. Fixed Assets

(Amount in ₹)

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2012	Additions	Deletions	Total 31.03.2013	As at 01.04.2012	Additions	Deletions	Total 31.03.2013	As at 31.03.2013	As at 31.3.2012
Buildings	15,725,463	-	-	15,725,463	7,347,117	418,917	-	7,766,034	7,959,429	8,378,346
Computers & Software	76,534,554	8,041,656	-	84,576,210	64,275,174	6,278,237	-	70,553,411	14,022,799	12,259,380
Furniture & Fixtures	18,237,660	238,533	-	18,476,193	12,585,040	1,053,524	-	13,638,564	4,837,629	5,652,620
Office Equipment	13,527,014	583,098	-	14,110,112	7,836,638	817,357	-	8,653,995	5,456,117	5,690,376
Vehicle	2,244,090	2,752,555	-	4,996,645	1, 687,650	231,921	-	1,919,571	3,077,074	556,440
	126,268,781	**11,615,842**	**-**	**137,884,623**	**93,731,619**	**8,799,956**	**-**	**102,531,575**	**35,353,048**	**32,537,162**
Previous Year	166,146,687	4,953,474	-	171,100,161	129,727,310	8,835,689	-	138,562,999	32,537,162	36,419,337

Notes to Financial Statements for the year ended 31st March 2013.

(Amount in ₹)

6	**Non-current Investments**	**As at 31.03.2013**	**As at 31.03.2012**
(a)	Subsidiaries	-	-
(b)	Associates	-	-
(c)	Joint Ventures	-	-
(d)	SPV	-	-
(e)	Investments in equity shares in other listed entities		
	Aggregate Value at cost of investments	37,343	37,343
	(Aggregate Market Value as on 31.03.2013 ₹ 56,504 previous year ₹ 52,290)	**37,343**	**37,343**

Notes to Financial Statements for the year ended 31st March 2013.

(Amount in ₹)

		As at 31.03.2013	As at 31.03.2012
7	**Other Non-Current Assets**		
i	**Misc.Expenditure**		
	i) Preliminary & Public Issue Expenses	3,228,523	3,874,226
	Less: written off	645,703	645,703
	Sub-total	**2,582,820**	**3,228,523**
ii	**Related Party Advances - Unsecured considered good**	12,667,558	6,619,453
iii	**Gratuity Fund**	7,033,927	4,628,644
iv	**TDS**	35,342,817	27,155,210
v	**Advances**	1,843,299	1,035,854
vi	**Deposits**	2,464,445	2,741,916
vii	**EMDs**	560,113	826,863
	Sub-total	**59,912,159**	**43,007,940**
	Total	**62,494,979**	**46,236,463**
8	**Trade Receivables - Unsecured considered good**		
	Due for more than six months	23,364,806	50,629,280
	Others	53,375,726	124,536,477
		76,740,532	**175,165,757**
9	**Cash and Cash equivalents**		
a)	Balance with banks	31,786,862	39,251,906
b)	Cash on hand	112,529	324,283
c)	Deposits maturing after 12 months	198,406,705	62,250,801
d)	Deposits held as margin money against bank guarantee	4,994,748	1,612,010
		235,300,844	**103,439,000**
10	**Other Current Assets - Unsecured considered good**		
	Staff Advances	1,915,305	662,836
	Other Advances	8,679,055	7,470,706
		10,594,360	**8,133,542**

Notes to Financial Statements for the year ended 31st March 2013.

(Amount in ₹)

		Year Ended 31.03.2013	Year Ended 31.03.2012
11	**Revenue from operations (Net)**		
	From Sale of Products	141,415,745	95,580,810
	From Services	183,033,756	111,076,962
		324,449,501	**206,657,772**
12	**Other Income**		
	Dividend Received	1,260	810
	Interest	10,400,501	9,186,573
	Misc.Receipts	9,439,871	462,614
		19,841,632	**9,649,997**
13	**Operating Expenses**		
	AMC Charges	736,554	511,471
	Consumables	10,374,963	265,126
	Electricity Charges	3,048,569	2,554,019
	Repairs & Maintenance	2,582,318	1,017,190
		16,742,404	**4,347,806**
14	**Personnel**		
	Salaries	148,800,385	112,113,226
	Employee Compensation Expense	-	(6,517,150)
	Actuarial Loss	910,751	1,734,330
	Gratuity	2,103,805	1,924,947
	Group Medical Insurance to Staff	2,364,054	2,612,546
	Staff Welfare	5,958,651	3,133,285
		160,137,646	**115,001,184**

Notes to Financial Statements for the year ended 31st March 2013.

		Year Ended 31.03.2013	Year Ended 31.03.2012
		(Amount in ₹)	
15	**Administrative& Marketing Expenses**		
	Advertisement	57,939	174,225
	AGM Expenses	371,070	265,758
	Audit fees		
	Statutory Audit Fees	300,000	300,000
	Singapore Branch Audit Fees	136,500	85,000
	Bad debts written off	15,181,759	8,640,988
	Books,Periodicals& News Papers	104,088	45,812
	Business Promotion	876,582	623,343
	Sales Commission	11,589,991	104,755
	Directors Remuneration	9,080,000	6,120,000
	General charges	217,736	138,127
	Housekeeping Expenses	549,451	424,804
	Insurance	281,399	170,907
	Office Maintenance	829,651	413,099
	Courier and Postage	116,812	61,432
	Printing & Stationery	376,509	406,253
	Professional Charges	4,197,760	1,187,155
	Rates & Taxes	5,834,398	2,887,944
	Rent	5,187,854	5,464,497
	Scanning charges	6,457,743	17,776,249
	Security Services	275,496	151,763
	Seminar & Training Charges	1,253,744	62,929
	Telephones	3,862,154	3,066,471
	Travelling Expenses	35,716,144	11,739,693
	Vehicle Insurance	18,413	21,716
		102,873,193	**60,332,920**
16	**Financial Charges**		
	Bank Charges & Commission	529,246	178,090
	Interest on Vehicle Loan	41,769	48,195
		571,015	**226,285**
17	**Misc.Expenses written off**		
	Pref. Issue Expenses	417,141	417,141
	Preliminary Expenses	30,830	30,830
	Public Issue Expenses	197,732	197,732
		645,703	**645,703**

Notes to Financial Statements for the year ended 31st March 2013.

(Amount in ₹)

		Year Ended 31.03.2013	Year Ended 31.03.2012
18	**Earnings per share (Face value ₹ 2/- each)**		
	Previous Year (Face value ₹10/- each)		
	a. Numerator for earning per share	53,561,586	26,918,182
	b. Denominator for basic earning per share	19,137,882	19,137,882
	c. Denominator for diluted earning per share	19,925,843	19,756,132
	d. Basic earning per share (A/B)	2.80	1.41
	e. Diluted earning per share (A/C)	2.69	1.36

Notes to Financial Statements for the year ended 31st March 2013.

19. As per the Andhra Pradesh High Court Orders dated 19th March,2013, (a) the Company has reduced its paid up Share Capital from ₹ 19,13,78,820/- (Rupees Nineteen Crores Thirteen Lakhs Seventy Eight Thousand, Eight Hundred and Twenty) divided into 1,91,37,882 Equity shares of ₹ 10/- each to ₹ 3,82,75,764/- (Rupees Three Crores Eighty Two Lakhs Seventy Five Thousand, Seven Hundred and Sixty Four) divided into 1,91,37,882 Equity shares of ₹ 2/- each bearing distinctive nos 0001 to 1,91,37,882 and (b) an amount of ₹ 11,95,16,160/- out of ₹ 40,60,19,259/- of Share Premium Account of the company as on 31.03.2012, which has been lost or is unrepresented by available assets, has been written off and (c) the accumulated losses of the Company ₹ 27,26,19,216/- shown as the debit balance in the Profit & Loss Account as on 31.3.2012 have been written off fully by utilizing the aforesaid reduction in the Paid up Capital amount of ₹ 15,31,03,056/- and the Share Premium amount of ₹ 11,95,16,160/-;

20. The previous years figures have been recast/restated/regrouped, wherever necessary, to conform to the current period's classification.

21. Balances of various parties, debtors and creditors are subject to confirmation.

22. Quantitative Details:

Additional information pursuant to the provisions of paragraphs 3,4C and 4D of Part II of Schedule VI of the Companies Act, 1956.

The Company is engaged in development and maintenance of computer software. The production and sale of such software cannot be expressed in any generic unit. Hence, it is not possible to give the quantitative details of sales and certain information as required under paragraphs 3, 4C and 4D of Part II of Schedule VI to the Companies Act, 1956.

(₹ in Lakhs)

	2012-2013	2011-2012
Contingent Liabilities:		
Counter Guarantees given to Banks towards issue of B.G.s	**49.95**	42.30
Outstanding Bank Guarantees	**49.95**	42.30
Managerial Remuneration:		
Managing & Whole time Directors	**90.80**	61.20
Expenditure in Foreign Currency:		
Travel Expenses	**160.13**	23.69
Other Expenditure incurred	**65.86**	11.41
Transferred for Singapore Branch Expenses	**32.05**	23.40

23. Segment Reporting:

The Company's operations predominantly relates to software product development, hence no reportable primary segment information is made. The secondary segment reporting of the company's revenues are as follows:

Name of the Country	Turnover(₹ in Lakhs)
Fiji	29.69
Indonesia	34.25
Oman	26.70
Sri Lanka	10.80
UAE	3.22
South Africa	1524.53
Total	**1629.19**

24. Prior Period Items

Prior period item of ₹ 26.53 lakhs represents net of credit items of ₹ 56.85 lakhs and debit items of ₹ 30.32 lakhs.

25. Deferred Tax Assets/Liabilities:

Deferred tax asset was provided as per AS-22, accounting for taxes on income.

26. Impairment of Fixed Assets:

As per AS-28 on "Impairment of Assets", all assets other than current assets, investments and deferred tax assets are reviewed for impairment wherever event/s or changes in circumstances indicate that carrying of amount of those assets may not be recoverable.

27. Overseas Branch Accounts & Audit:

We have considered the Auditor's Report dated 6th May 2013 of Sashi Kala Devi Associates, Singapore, Auditors of Singapore Branch in framing our Audit Report.

28. Working Capital Facility:

Working capital facility from Bank is secured by way of hypothecation/mortgage/pledge of receivables and company's building.

29. Amounts paid/payable to Auditors:

	2012-13 (₹)	2011-12 (₹)
Statutory Audit Fee	**250,000**	250,000
Tax Audit Fees	**50,000**	50,000
Certification	**130,000**	40,000
Branch Auditors	**136,500**	85,000

30.Related Party Disclosures:

A).Key Managerial Personnel

(i) C.K.Shastri, Chairman and Managing Director

(ii) Jayant Dwarkanath, Wholetime Director

B) Enterprises in which Key Managerial Personnel 14(A) above has significant influence:

(i) eJAS Tech Solutions Pvt.Ltd

(ii) i-Trace Nanotech Pvt.Ltd

Transaction with related parties

		eJAS Tech Solutions Pvt.Ltd	
		2012-13	2011-12
		(Amount in ₹)	(Amount in ₹)
a)	Opening Balance (Debit)	6,619,453	7,810,582
b)	Sale of etaxfile	-	342,680
c)	Interest charged	1,124,461	841,466
d)	Advances paid	13,205,073	17,522,398
	Total	20,948,987	26,517,126
Less:			
e)	Purchases	5,468,983	11,848,690
f)	Payments received from	2,812,446	8,048,983
g)	Closing Balance (Debit)	12,667,558	6,619,453

31. Remuneration to Management Personnel :	**(Amount in ₹)**
(i) C.K.Shastri – Chairman & Managing Director	4,500,000/-
(ii) Jayant Dwarkanath – Wholetime Director	4,500,000/-
(iii) K.S.Shanker Rao- Director	80,000/-
	9,080,000/-

32. Employees Benefits:

As per Accounting Standard 15 “Employee Benefits” the disclosures of Employee Benefit, as defined in Accounting Standard are given below

	(Amount in ₹)	
Particulars	**2012-13**	2011-12
Employer’s contribution to Provident Fund	**428,930**	246,231
Employer’s contribution to Pension Fund	**971,886**	558,881
Total	**1,400,816**	805,112

33. ESOP’s granted to Management Personnel:

(i) Jayant Dwarkanath - 17,87,500 stock options.

34. Gratuity Report under AS-15 (rev) as on 31.03.2013

The Present Value of obligation is determined based on actuarial valuation using Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Gratuity Report under AS-15 (rev) for the year ended 31st March 2013

1		**Table Showing the changes in present value of obligations as on 31/03/2013**	**(Amount in ₹)**
	a	Present value of obligations at the beginning of the year	10,855,009
	b	Interest cost	868,401
	c	Current service cost	1,235,404
	d	Benefits paid-Actuals	Nil
	e	Expected liability at the year end	Nil
	f	Present value of obligations at the end of the year	13,869,565
	g	Actuarial Loss/gain (LOSS)	910,751
2		**Changes in fair value of Assets**	
	a	Fair Value of Assets at the beginning of the year	4,628,644
	b	Expected return on plan assets	582,114
	c	Contributions	1,823,169
	d	Benefits paid	Nil
	e	Actuarial gain/loss on plan assets	Nil
	f	Fair Value of Assets at the end of the year	7,033,927
3		**Table showing fair value of plan assets**	
	a	Fair value of plan assets at the beginning of the year	4,628,644
	b	Actual return on plan assets	582,114
	c	Contributions	1,823,169
	d	Benefits paid	Nil
	e	Fair value of plan assets at the end of the year	7,033,927
	f	Funded Status	(6,835,638)
	g.	Excess of Actual over estimated return on plan assets	Nil
4		**Actuarial Loss or Gain recognized**	**31-03-2013**
	a	Actuarial Loss / gain for the year-Obligation	(910,751)
	b	Actuarial Loss / gain for the year-plan assets	-
	c	Total Loss for the year	910,751
	d	Actuarial Loss recognized	910,751
5		**Amounts to be recognized in the balance sheet and statements of P&L**	
	a.	PV of obligations as at the end of the year	13,869,565
	b	Fair Value of Assets at the end of the year	7,033,927
	c	Funded Status	(6,835,638)
	d	Net liability / Asset recognized in balance sheet	(6,835,638)
6		**Expenses Recognized in statement of P&L**	
	a	Current Service Cost	1,235,040
	b	Interest Cost	868,401
	c	Expected return on plan assets	(582,114)
	d	Net Actuarial gain / Loss recognized in the year	910,751
	e	Expenses recognized in statement of Profit & Loss	2,432,442
7		**Valuation Method**	Projected Unit Credit Method
8		**Actuarial Assumptions**	
		Mortality Rate	LIC (1994-96) ultimate
		Withdrawal Rate	1% to 3% depending age
		Discount Rate	8% p.a.
		Salary Escalation	4% p.a.

IMPORTANT COMMUNICATION TO MEMBERS

Ministry of Corporate Affairs (“MCA”), Government of India, has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies. MCA has issued a Circular on 21st April, 2011 and 29th April, 2011 stating that the service of notice / document by a company to its shareholders can now be made through electronic mode.

Keeping in view the above, we propose to send documents such as Notice of the Annual General Meeting, Audited Financial Statements, Director’s Report, Auditor’s Report, etc., henceforth to the shareholders in electronic form.

We request you to kindly register your Email ID with your Depository Participant (DP) in case if you are holding shares in demat (electronic) form and with the Registrar and Transfer Agent, Karvy Computershare Private Limited at einward.ris@karvy.com if you are holding shares in physical form, quoting reference of your Ledger Folio No. / DP ID & Client ID and Full name of 1ST Registered Holder, Members are therefore requested to keep their Depository Participant (DP) / Registrar and Transfer Agent, as the case may be, informed of any change in their Email ID.

Upon receipt of request from any member, the Company shall also send the physical copy of the above documents.

We solicit your cooperation in helping the Company to implement the e-governance initiatives of the Government.

In10s
Onboard | Engage | Experience

Intense Technologies Limited (and reduced)
Registered Office: A1, Vikrampuri, Secunderabad – 500 009

ATTENDANCE SLIP

Day Date Time	Thursday September 26, 2013 3.00 P.M
Venue	Surana Udyog Auditorium, FAPCCI House, Red Hills,Lakdi-Ka-Pul, Hyderabad – 500004

Mr./Ms ………………………………….............
………………………………….............
………………………………….............

MEMBER ☐ PROXY ☐

(Please tick as applicable)

No. of Shares

Folio No.

Demat Particulars
DP ID No. :
C;oemt ID No. :

Note : 1. Only Members of the Company or their Proxies will be allowed to attend the Meeting ON PRODUCTION OF ATTENDANCE SLIP duly completed and signed.
2. Members are requested to bring their copies of Annual Report with them.
3. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Meeting.

I hereby record my presence at the 23rd ANNUAL GENERAL MEETING of the Company.

…………………………………........
Signature of the Member or Proxy

Intense Technologies Limited (and reduced)
Registered Office: A1, Vikrampuri, Secunderabad – 500 009

FORM OF PROXY

Folio No.:

Demat Particulars
DP ID No. :
Client ID No. :

No. of Shares

I/We, ____ of
(Name of Member)
____
(Address)
being Member (s) of Intense Technologies Limited, hereby appoint ______________________________ of
(Name of Proxy)
____or failing
(Address of Proxy)
him/her____
(Name of alternate Proxy)
of ____
(Address of alternate Proxy)
as my/our proxy to vote for me / us and on my / our behalf at the 23rd ANNUAL GENERAL MEETING of the Company, to be held on Thursday, the 26th day of September, 2013 at 3.00 P.M. or at any adjournment thereof.

Date ………………… Signature of the Shareholder/ First named shareholder

Note: A Proxy need not be a member. The Proxy in order to be effective should be duly stamped, completed, signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the time for holding the aforesaid meeting.

Leo Printers @ 9866353646