



Realize Your Ideas

California Software Company Limited

CIN: L72300TN1992PLC022135

Registered Office: Workflo, Greeta Towers, Industrial Estate, Perungudi,

OMR Phase 1, Chennai 600096

Phone +91 94448 60882

Email: investor@calsoftgroup.com www.calsoftgroup.com/www.calsof.com

August 26, 2021

To

National Stock Exchange of India Limited

Symbol – CALSOFT

Exchange Plaza,

5th Floor, Plot No. C/1, G Block,

Bandra-Kurla Complex

Bandra (East), Mumbai - 400 051

BSE LIMITED

Security Code - 532386

PHIROZE JEEJEEBHOY TOWERS

DALAL STREET

MUMBAI-400001

Dear Sir/Madam,

Sub: Intimation of Outcome of Results of the 29th Annual General Meeting (AGM) under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended - reg.

Mr.N.Ramanathan, Partner of M/s. S.Dhanapal & Associates, Practising Company Secretaries, who was appointed as Scrutinizer for the aforesaid AGM has submitted the Scrutinizer report dated 26st August 2021 addressed to the Chairman of the Company. In accordance with the said report, the results were declared by Dr.Mahalingam Vasudevan, Managing Director of the Company, at the registered office of the Company today, i.e., 26th August 2021.

We are pleased to inform you that the Ordinary and Special Resolutions as required, relating to the below mentioned AGM Agenda items, have been passed by the shareholders of the Company with requisite majority.

1. To receive, consider and adopt the standalone and consolidated financial statements of the Company comprising of audited balance sheet as at 31 March 2021, the statement of profit and loss and cash flow statement for the year ended on that date and the reports of the Board and Auditors' thereon.
2. To appoint statutory auditors and fix their remuneration.
3. To re-appoint Dr.Manimala Vasudevan (DIN: 01980557), who retires by rotation and being eligible, offers herself for re-appointment.
4. Rights Issue of Equity Shares.
5. Increase in Authorised Share Capital of the Company.
6. Alteration to Memorandum of Association of the Company.
7. Alteration to Articles of Association of the Company.



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8. Fixing of Remuneration for Dr. Manimala Vasudevan (DIN: 01980557) Whole-time Director and Chief Operating Officer.
9. Appointment of Mr. Frederick Ivor Bendle (DIN: 03156399) as NonExecutive Director of the Company.
10. Appointment of Mr. Gopalakrishna Rao Purushothama (DIN: 07556751) as an Independent Director of the Company.
11. Appointment of Dr. Ashok Godavarthi (DIN: 08389864) as an Independent Director of the Company.
12. Appointment of Mr. Duraiswamy Basuvaiah (DIN: 09258691) as an Independent Director of the Company.
13. Appointment of Mr. Vijayakumar Madhavan (DIN: 07892448) as Whole-time Director of the Company.

Further, the disclosure of business transacted by the Company pertaining to the voting results of 29th AGM pursuant to Regulation 44 of the SEBI(LODR) are furnished below:-

Date of Declaration of results of AGM : 26th August 2021

Total number of shareholders as on 18th August 2021 (cut-off date for reckoning the voting rights of shareholders): 7523

Resolution No.1 - To receive, consider and adopt the standalone and consolidated financial statements of the Company comprising of audited balance sheet as at 31 March 2021, the statement of profit and loss and cash flow statement for the year ended on that date and the reports of the Board and Auditors' thereon.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0



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Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public - Non Institutions	E-voting	9933834	1563021	15.73	1562695	326	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1562695	326	99.98	0.02
	Total	15457106	7085993	45.84	7085667	326	99.99	0.01
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.99% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.2 - To appoint statutory auditors and fix their remuneration.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



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	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public - Non Institutions	E-voting	9933834	1563021	15.73	1562695	326	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1562695	326	99.98	0.02
	Total	15457106	7085993	45.84	7085667	326	99.99	0.01
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.99% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.3 - To re-appoint Dr.Manimala Vasudevan (DIN: 01980557), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: Yes

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	



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Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0



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Public - Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Total	15457106	7085993	45.84	7078667	7326	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Special Resolution is 99.90% (100% of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.5 - Increase in Authorised Share Capital of the Company.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



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	Total	300	0	0	0	0	0	0
Public – Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Total	15457106	7085993	45.84	7078667	7326	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.90% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.6 - Alteration to Memorandum of Association of the Company.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public – Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	



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	applicable)							
	Total	300	0	0	0	0	0	0
Public – Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Total	15457106	7085993	45.84	7078667	7326	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.90% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.7 - Alteration to Articles of Association of the Company.

Resolution required: Special Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public -	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0



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Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public – Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Total	15457106	7085993	45.84	7078667	7326	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Special Resolution is 99.90% (100% of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.8 - Fixing of Remuneration for Dr. Manimala Vasudevan (DIN: 01980557) Whole-time Director and Chief Operating Officer.

Resolution required: Special Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total	5522972	5522972	100.00	5522972	0	100.00	0
	E-voting		0	0	0	0	0	0



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Public - Institutions	Poll	300	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public - Non Institutions	E-voting	9933834	1563021	15.73	1555493	7528	99.52	0.48
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555493	7528	99.52	0.48
	Total	15457106	7085993	45.84	7078465	7528	99.89	0.11
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Special Resolution is 99.89% (100% of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.9 - Appointment of Mr. Frederick Ivor Bendle (DIN: 03156399) as NonExecutive Director of the Company.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-voting		5522972	100.00	5522972	0	100.00	0
	Poll							



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and Promoter Group		5522972	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public - Non Institutions	E-voting	9933834	1563021	15.73	1555693	7328	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555693	7328	99.53	0.47
	Total	15457106	7085993	45.84	7078665	7328	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.90% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.10 - Appointment of Mr. Gopalakrishna Rao Purushothama (DIN: 07556751) as an Independent Director of the Company.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
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		(1)	(2)	outstanding shares (3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public - Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
Total	15457106	7085993	45.84	7078667	7326	99.90	0.10	
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.90% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.11 - Appointment of Dr. Ashok Godavarthi (DIN: 08389864) as an Independent Director of the Company.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No



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		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public - Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Total	15457106	7085993	45.84	7078667	7326	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.90% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority



Realize Your Ideas

California Software Company Limited

CIN: L72300TN1992PLC022135

Registered Office: Workflo, Greta Towers, Industrial Estate, Perungudi,

OMR Phase 1, Chennai 600096

Phone +91 94448 60882

Email: investor@calsoftgroup.com www.calsoftgroup.com/www.calsof.com

Resolution No.12 - Appointment of Mr. Duraiswamy Basuvaiah (DIN: 09258691) as an Independent Director of the Company.

Resolution required: Ordinary Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public – Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Total	15457106	7085993	45.84	7078667	7326	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.90% (100% of the total valid votes).



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Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority

Resolution No.13 - Appointment of Mr. Vijayakumar Madhavan (DIN: 07892448) as Whole-time Director of the Company.

Resolution required: Special Resolution; Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the Resolution: No

Category	Mode of Voting	No of Shares held #	No of votes polled *	% of Votes polled on outstanding shares	No of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5522972	5522972	100.00	5522972	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5522972	5522972	100.00	5522972	0	100.00	0
Public - Institutions	E-voting	300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300	0	0	0	0	0	0
Public - Non Institutions	E-voting	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9933834	1563021	15.73	1555695	7326	99.53	0.47
	Total	15457106	7085993	45.84	7078667	7326	99.90	0.10
Whether resolution is passed or not								YES

voting rights are in proportion to the paid up value of shares held as on 18th August 2021. It includes the



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Email: investor@calsoftgroup.com www.calsoftgroup.com/www.calsof.com

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Special Resolution is 99.90% (100% of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority

The above results for all the resolutions have been announced by Dr.Mahalingam Vasudevan on 26th August 2021 at the Registered Office of the Company.

We enclose herewith a copy of the Scrutinizer's Report for your reference.

Thanking you,

Yours truly

For CALIFORNIA SOFTWARE COMPANY LIMITED



Dr Mahalingam Vasudevan
Managing Director

S Dhanapal & Associates

Practising Company Secretaries

Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)
R. Pratheepa, B.C.S., A.C.S

FORM NO. MGT-13 REPORT OF SCRUTINIZER

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20 and 21 of the
Companies (Management and Administration) Rules, 2014]

To
The Chairman,
29th Annual General Meeting of the Equity Shareholders of
M/s. CALIFORNIA SOFTWARE COMPANY LIMITED
Chennai

Dear Sir,

I, N.Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of **M/s. California Software Company Limited** ("the Company") for the purpose of scrutinizing the e-voting process taken in connection with the 29th Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 29th Annual General meeting of the Equity Shareholders of **M/s. California Software Company Limited**, held on Wednesday, the 25th day of August, 2021 at 04.00 P.M by video Conferencing / Other Audio Visual means (VC / OAVM), submit the combined results of voting by electronic means (remote e-voting) & poll as under.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 29th Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means is conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).



N. Ramanathan

The voting rights of members shall be in proportion to their share of paid up equity share capital of the company as on cut-off date i.e 18th August 2021 and as per Register of members of the company.

The consolidated results of the voting are as under:

Resolution No. 1 - To receive, consider and adopt the audited standalone and consolidated financial statements of the Company comprising of audited balance sheet as of March 31, 2021, the statement of profit and loss and cash flow statement for the year ended on that date and the reports of the Board and Auditors' thereon.(Ordinary Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7085667	39
Votes Cast against	326	4

% of total valid votes cast in favor of the resolution : 99.99 %

% of total valid votes cast against the resolution : 0.01%

Resolution No. 2 -To appoint statutory auditors and fix their remuneration (Ordinary Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7085667	39
Votes Cast against	326	4

% of total valid votes cast in favour of the resolution: 99.99 %

% of total valid votes cast against the resolution: 0.01%



N. Dhanapal



Resolution No. 3-To reappoint Dr. Manimala Vasudevan (DIN: 01980557), who retires by rotation and being eligible, offers herself for re-appointment (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078465	36
Votes Cast against	7528	7

% of total valid votes cast in favour of the resolution: 99.90 %

% of total valid votes cast against the resolution: 0.11 %

Resolution No. 4- Rights Issue of equity shares (Special Business – Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90 %

% of total valid votes cast against the resolution: 0.10 %

Resolution No. 5 Increase in Authorised Share Capital of the Company (Special Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90 %

% of total valid votes cast against the resolution : 0.10 %

Resolution No 6 -Alteration of Memorandum of Association of the company (Special Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90%

% of total valid votes cast against the resolution: 0.10 %




N. Dhanapal

Resolution No 7 Alteration to Articles of Association of the Company (Special Business – Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90%

% of total valid votes cast against the resolution: 0.10 %

Resolution No 8 Fixing of Remuneration for Dr. Manimala Vasudevan (DIN: 01980557) Whole-time Director and Chief Operating Officer (Special Business – Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078465	36
Votes Cast against	7528	7

% of total valid votes cast in favor of the resolution: 99.90%

% of total valid votes cast against the resolution: 0.11 %

Resolution No 9 Appointment of Mr. Frederick Ivor Bendle (DIN: 03156399) as Non Executive Director of the Company(Special Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078665	37
Votes Cast against	7328	6

% of total valid votes cast in favor of the resolution:99.90%

% of total valid votes cast against the resolution: 0.10%

N. Dhanapal




Resolution No 10 Appointment of Mr. Gopalakrishna Rao Purushothama (DIN: 07556751) as an Independent Director of the Company(Special Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90%
% of total valid votes cast against the resolution: 0.10%

Resolution No 11 Appointment of Dr. Ashok Godavarthi (DIN: 08389864) as an Independent Director of the Company (Special Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90%
% of total valid votes cast against the resolution: 0.10%

Resolution No 12 Appointment of Mr. Duraiswamy Basuvaiah (DIN: 09258691) as an Independent Director of the Company (Special Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90%
% of total valid votes cast against the resolution: 0.10%

N. Dhanapal



S Dhanapal & Associates

Practising Company Secretaries

Resolution No 13 Appointment of Mr. Vijayakumar Madhavan (DIN 07892448) as Whole-time Director of the Company (Special Business - Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	7085993	43
Less: Invalid votes	Nil	Nil
Net Valid votes cast	7085993	43
Votes cast in favour	7078667	38
Votes Cast against	7326	5

% of total valid votes cast in favor of the resolution: 99.90%

% of total valid votes cast against the resolution: 0.10%

In view of the above voting results, the Chairman may accordingly declare the result of the voting of the resolutions as contained in the Notice calling 29th Annual General Meeting of the company.

Thanking you,

Place: Chennai
Dated: 26.08.2021

Yours faithfully,
For **S Dhanapal & Associates**
(A firm of Practising Company Secretaries)

N. Ramanathan

N.Ramanathan
Partner

M. No.F6665

C. P. No. 11084

UDIN : F006665C000834635



SD