



Realize Your Ideas

California Software Company Limited

CIN: L72300TN1992PLC022135

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

OMR Phase 1, Chennai 600096

Phone +91 94448 60882

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

September 30, 2022

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 30th 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 29th September 2022 addressed to the Chairman of the Company. Pursuant to the said report, the results were declared by Dr.Vasudevan Mahalingam, Managing Director of the Company, at the registered office of the Company today, i.e., 30th September 2022.

We are pleased to inform you that the Ordinary 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 financial statements of the Company comprising of audited balance sheet as at 31 March 2022, 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 re-appoint Mr. Frederick Ivor Bendle (DIN: 03156399) Chairman and Non-Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. M.K.Dandeker & Co., Chartered Accountants (Firm Registration No. 000679S) as Statutory Auditors of the Company and fix their remuneration.
4. To re-appoint Dr. Mahalingam Vasudevan as Managing Director

Further, the disclosure of business transacted by the Company pertaining to the voting results of 30th AGM pursuant to Regulation 44 of the SEBI (LODR) are furnished below:-

Date of Declaration of results of AGM: 29th September 2022



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Total number of shareholders as on 22nd September 2022 (cut-off date for reckoning the voting rights of shareholders): 13482

Resolution No.1 - To receive, consider and adopt the financial statements of the Company comprising of audited balance sheet as at 31 March 2022, 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	55,22,972	55,22,972	100	55,22,972	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		55,22,972	100	55,22,972	-	100	-
Public - Institutions	E-voting	300	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		300	-	-	-	-	-
Public - Non Institutions	E-voting	99,33,834	6,00,362	6.04	6,00,245	117	99.98	0.02
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6,00,362	6.04	4,78,343	117	99.98	0.02
	Total	1,54,27,106	61,23,334	39.61	61,23,217	117	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 22nd September 2022. It includes the

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



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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 re-appoint Mr. Frederick Ivor Bendle (DIN: 03156399) Chairman and Non-Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

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	55,22,972	55,22,972	100	55,22,972	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		55,22,972	100	55,22,972	-	100	-
Public - Institutions	E-voting	300	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		300	-	-	-	-	-
Public – Non Institutions	E-voting	99,33,834	6,00,362	6.04	5,98,545	1817	99.69	0.30
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6,00,362	6.04	4,78,343	1817	99.69	0.30
	Total	1,54,27,106	61,23,334	39.61	61,23,217	1817	99.97	0.02
Whether resolution is passed or not								YES



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voting rights are in proportion to the paid up value of shares held as on 22nd September 2022. 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 99.97% (100% of the total valid votes).

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

Resolution No.3 - To appoint M/s. M.K.Dandeker & Co., Chartered Accountants (Firm Registration No. 000679S) as Statutory Auditors of the Company 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	55,22,972	55,22,972	100	55,22,972	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		55,22,972	100	55,22,972	-	100	-
Public - Institutions	E-voting	300	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		300	-	-	-	-	-
Public - Non Institutions	E-voting	99,33,834	6,00,362	6.04	6,00,245	117	99.98	0.02
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6,00,362	6.04	4,78,343	117	99.98	0.02
Total	1,54,27,106	61,23,334	39.61	61,23,217	117	99.99	0.01	
Whether resolution is passed or not								YES



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voting rights are in proportion to the paid up value of shares held as on 22nd September 2022. 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.4 - To re-appoint Dr. Mahalingam Vasudevan as Managing Director

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 Promoter Group	E-voting	55,22,972	55,22,972	100	55,22,972	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		55,22,972	100	55,22,972	-	100	-
Public - Institutions	E-voting	300	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		300	-	-	-	-	-
Public – Non Institutions	E-voting	99,33,834	6,00,362	6.04	6,00,245	117	99.98	0.02
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6,00,362	6.04	4,78,343	117	99.98	0.02
	Total	1,54,27,106	61,23,334	39.61	61,23,217	117	99.99	0.01
Whether resolution is passed or not								YES



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voting rights are in proportion to the paid up value of shares held as on 22nd September 2022. 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 99.99% (100% of the total valid votes).

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

The above results for all the resolutions have been announced by Dr. Vasudevan Mahalingam on 30th September 2022 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)

FORM NO. MGT-13 REPORT OF SCRUTINIZER

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

To
The Chairman,
30th Annual General Meeting of the Equity Shareholders of
California Software Company Limited
Chennai

Dear Sir,

I, N.Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of M/s. **California Software Company Limited** (CIN: L72300TN1992PLC022135) ("the Company") for the purpose of scrutinizing the e-voting process taken in connection with the 30th 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 30th Annual General meeting of the Equity Shareholders of M/s. **California Software Company Limited**, held on **Thursday, September 29, 2022, at 11.00 A.M** at the registered office situated at Workflo, Greeta Towers, Industrial Estate, Perungudi OMR Phase 1, Chennai - 600 096, through video Conferencing / Other Audio Visual means (VC / OAVM), submit the results of voting by electronic means as contained herein.

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 30th 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 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).

The voting rights of members were in proportion to their share of paid up equity share capital of the company as on cut-off date i.e., 22nd September, 2022 and as per Register of members of the company.




The results of the voting are as under:

Resolution No. 1 – Adoption of the Financial Statements of the company for the year ended 31st March 2022 including the Audited Balance Sheet as at 31st at March 2022, Statement of profit and loss and cash flow statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	61,23,334	52
Less: Invalid votes	-	-
Net Valid votes cast	61,23,334	52
Votes cast in favour	61,23,217	43
Votes Cast against	117	9

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

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

Resolution No. 2– Appointment of Mr. Frederick Ivor Bendle (DIN: 03156399) Chairman and Non-Executive Director of the Company, who retires by rotation and being eligible offers himself for re-appointment (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	61,23,334	52
Less: Invalid votes	-	-
Net Valid votes cast	61,23,334	52
Votes cast in favour	61,21,517	42
Votes Cast against	1,817	10

% of total valid votes cast in favour of the resolution: 99.97%

% of total valid votes cast against the resolution: 0.03%

Resolution No. 3 –Appointment of M/s. M.K.Dandeker & Co., Chartered Accountants (Firm Registration No. 000679S) as Statutory Auditors of the Company (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	61,23,334	52
Less: Invalid votes	-	-
Net Valid votes cast	61,23,334	52
Votes cast in favour	61,23,217	43
Votes Cast against	117	9

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

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



**Resolution No. 4- Re- Appointment of Dr. Mahalingam Vasudevan as Managing Director
(Special Business – Ordinary Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	61,23,334	52
Less: Invalid votes	-	-
Net Valid votes cast	61,23,334	52
Votes cast in favour	61,23,217	43
Votes Cast against	117	9

% of total valid votes cast in favour of the resolution: 99.99%
% of total valid votes cast against the resolution: 0.01%

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 30th Annual General Meeting of the company.

Thanking you,

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: F006665D001074336

Place: Chennai
Dated: 29.09.2022