

# INVENTURE

MERCHANT BANKER SERVICES PVT. LTD.

Enhancing Fortunes. Enriching Lives.

October 11, 2017

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001

Dear Sirs,

**Sub: Open offer to acquire 32,14,902 Equity Shares of Rs. 10/- (Rupees Ten Only) each of California Software Company Limited (“Target Company”) by Mr. Mahalingam Vasudevan (“the Acquirer”) in accordance with SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

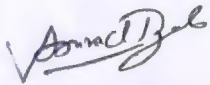
Please find enclosed herewith the hard copy of the corrigendum to the Detailed Public Statement (DPS). The corrigendum has appeared on October 11, 2017 in the same newspapers in which the original DPS was published; Financial Express (English - All Editions); Jansatta (Hindi - All Editions); Mumbai Tarun Bharat (Marathi – Mumbai Edition) and Makkal Kural (Tamil - Chennai Edition) the regional language newspaper.

In case of any queries or clarifications, please feel free to call Mr. Arvind Gala on +919322287881.

Thanking you,

Yours truly,

For **Inventure Merchant Banker Services Private Limited**



Authorized Signatory



Encl: As above

**CALIFORNIA SOFTWARE COMPANY LIMITED**

Registered Office: Temple Steps, Block 1, 3rd Floor, 184-187, Anna Salai, Little Mount, Chennai - 600 015, Tamil Nadu, India.  
Tel No.: +91 44 4282 9000-5; Fax No.: +91 44 4282 9012; CIN: L72300TN1992PLC022135

This Advertisement is being issued by, Venture Merchant Banker Services Private Limited (the "Manager to the Offer"), for and on behalf of Mahalingam Vasudevan ("Acquirer") in respect of the open offer ("Offer") for acquisition of 32,14,902 fully paid-up equity shares having face value of ₹ 10 each representing 26% of the total share capital of California Software Company Limited ("Target Company") from the eligible public shareholders of the Target Company pursuant to and in accordance with the Regulation 3(1) and 4 read with Regulations 13(4), 14 and 15(2) and other applicable regulations of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations"). This Corrigendum should be read in conjunction with the Public Announcement in relation to the Offer dated August 23, 2017 and the Detailed Public Statement ("DPS") in relation to the Offer that was published on August 29, 2017 in Financial Express (English - All Editions), Jansatta (Hindi - All Editions), Mumbai Tarun Bharat (Marathi - Mumbai Edition) and Makkal Kural (Chennai - Tamil Edition) where the registered office of the Target Company is situated.

This Corrigendum is being made pursuant to changes / amendments advised by SEBI vide its letter number SEBI/HO/CFD/DCR/23693/1/2017 dated September 28, 2017. Capitalized terms used in this Corrigendum but not defined herein shall have the same meaning as assigned to them in Detailed Public Statement. This Corrigendum is being issued in all the newspapers in which the original Detailed Public Statement was published.

The Public Shareholders of the Target Company are requested to kindly note the following information related to the Offer:

A. The Revised Schedule of activities pertaining to the Offer is set forth below:

ACTIVITY	ORIGINAL SCHEDULE	REVISED SCHEDULE
	DAY AND DATE	
Public Announcement (PA)	Wednesday, August 23, 2017	Wednesday, August 23, 2017
Publication of DPS in the newspapers	Tuesday, August 29, 2017	Tuesday, August 29, 2017
Filing of the draft letter of offer with SEBI	Friday, September 1, 2017	Friday, September 1, 2017
Last date for a competitive bid	Monday, September 18, 2017	Monday, September 18, 2017
Last date for SEBI observations on draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Thursday, September 21, 2017	Thursday, September 28, 2017
Identified Date*	Monday, September 25, 2017	Tuesday, October 3, 2017
Date by which the Letter of Offer is to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Tuesday, October 3, 2017	Monday, October 9, 2017
Last date for revising the Offer price / number of shares	Wednesday, October 4, 2017	Tuesday, October 10, 2017
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation to the shareholders of the Target Company for this Offer	Thursday, October 5, 2017	Wednesday, October 11, 2017
Date of publication of Offer Opening Public Announcement in the newspapers in which the Detailed Public Statement has been published (with a simultaneous intimation to SEBI, NSE, BSE and the Target Company)	Saturday, October 7, 2017	Friday October 13, 2017
Date of commencement of Tendering Period ("Offer Opening Date")	Monday, October 9, 2017	Monday, October 16, 2017
Date of Expiry of Tendering Period ("Offer Closing Date")	Monday, October 23, 2017	Tuesday, October 31, 2017
Last date for publication of post-Offer public announcement in the newspapers in which the Detailed Public Statement has been published	Monday, October 30, 2017	Tuesday, November 7, 2017
Last date of communicating the rejection / acceptance and completion of payment of consideration or refund of Equity Shares to the shareholders of the Target Company	Monday, November 6, 2017	Monday, November 20, 2017

\* Identified Date is only for the purpose of determining the names of the Shareholders of the Target Company as on such date to whom the Letter of Offer has been sent. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the parties to the Share Purchase Agreement and Promoters) are eligible to participate in the Offer any time before the closure of the Offer.

Note: Where last dates are mentioned for certain activities, such activities may happen on or before the respective last dates.

B. The address of the registered office of the Target Company has changed from, 7th Floor, Robert V Chandran Tower, No.149, Velachery Tambaram Main Road, Pallikarnai, Chennai - 600 100, Tamil Nadu, India to Temple Steps, Block 1, 3rd Floor, 184-187, Anna Salai, Little Mount, Chennai - 600 015, Tamil Nadu, India with effect from September 28, 2017.

C. Financials of the Target Company for the quarter ended June 30, 2017 have now been included in the Letter of Offer as under:

**Profit and Loss items:** Income from Operations ₹ 0.00, Other Income ₹ 0.00, Total Income ₹ 0.00, Total Expenditure ₹ 0.18 lakhs, Profit Before Depreciation & Tax ₹ (0.18) lakhs, Depreciation ₹ 0.00, Interest ₹ 0.00, Profit before Tax & Extra Ordinary Items ₹ (0.18) lakhs, Extra Ordinary Items ₹ 0.00, Profit Before Tax ₹ (0.18) lakhs, Provision for Tax ₹ 0.00, Profit After Tax ₹ (0.18) lakhs.

**Balance Sheet items: Source of Funds:** Paid-up Share Capital ₹ 1,236.50 lakhs, Reserves & Surplus (excluding revaluation reserve) ₹ (3,888.57) lakhs, Secured Loan ₹ 0.00, Unsecured Loan ₹ 0.00, Current Liabilities ₹ 3,575.85 lakhs, Deferred Tax Liability ₹ 0.00, Total Source of Funds ₹ 923.78 lakhs. **Use of Funds:** Net Fixed Assets ₹ 0.00, Investments-Long Term ₹ 0.00, Investments-Current ₹ 0.00, Non-Current Assets ₹ 908.81 lakhs, Current Assets ₹ 14.97 lakhs, Total use of funds ₹ 923.78 lakhs. **Other Financial Data:** Net Worth ₹ (2,652.07) lakhs, Dividend (in %) 0.00, Earnings Per share ₹ (0.14), Return on Net Worth (in %) -ve, Book Value per share ₹ (21.45).

**OTHER INFORMATION**

- References to various dates as mentioned in Public Announcement/Detailed Public Statement/Draft Letter of Offer should be read as per revised activity schedule as mentioned above.
- Subject to statutory approvals, the Offer shall continue and shall be completed as per the schedule set out above and updated in the Letter of Offer sent to shareholders of the Target Company.
- All the other terms and conditions remain unchanged.
- The Acquirer accepts full responsibility for the information contained in this Corrigendum and also for the obligations of the Acquirer as laid down in SEBI (SAST) Regulations.
- The Public Announcement, Detailed Public Statement, Draft Letter of offer, Corrigendum to Detailed Public Statement and Letter of Offer will also be available on SEBI's website at www.sebi.gov.in.

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
 <p><b>INVENTURE</b> MERCHANT BANKER SERVICES PVT. LTD. Enhancing Fortunes. Enriching Lives.</p> <p><b>Inventure Merchant Banker Services Private Limited</b> 2nd Floor, Viraj Tower, Nr., Andheri Flyover (North End) Western Express Highway, Andheri (East) Mumbai - 400 069 Tel No. : +91 22 3954 8500 Fax No. : +91 22 3954 8511 Contact Person : Arvind Gala Email : arvind.gala@inventuregrowth.com Website : www.inventuremerchantbanker.com SEBI Registration No. : INM000012003</p>	 <p><b>Integrated</b> since 1974 Investments Simplified</p> <p><b>Integrated Registry Management Services Private Limited</b> 2nd Floor, Kences Towers No.1, N.A. Ramakrishna Street, North Usman Road, T Nagar, Chennai - 600 017 Tamil Nadu. Tel No. : +91 44 2814 0801 / 02 / 03 Fax No. : +91 44 2814 2479 Contact Person : S. Yuvaraj E mail : yuvraj@integratedindia.in Website : www.integratedindia.in SEBI Registration No. : INR000000544</p>

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

Place: Mumbai

Date: October 11, 2017

Sd/-

Mr. Mahalingam Vasudevan