



Realize Your Ideas

Date: 27<sup>th</sup> August 2013

National Stock Exchange of India Ltd  
Exchange Plaza,  
Bandra – Kurla Complex  
Bandra (E)  
Mumbai – 400 013

**Scrip Code: CALSOFT Series: EQ**

Dear Sir,

**Reg.:-Outcome of board meeting held on 27<sup>th</sup> August 2013**

This is to advise that the Board at its meeting held on 27<sup>th</sup> August 2013, approved the following:

1. Q-1 2013-14 un-audited financial result for the first quarter ending 30<sup>th</sup> June 2013.

Please find attached un-audited financial results for the first quarter ending 30<sup>th</sup> June 2013 along with Limited review report.

Thanking you.

Yours faithfully,  
For California Software Company Ltd

Jitendra Kumar Pal  
Company Secretary



# CALIFORNIA SOFTWARE COMPANY LTD

Regd. office: Robert V Chaudhari Tower, Seventh Floor, 518, Viharbhary Tambaram Main Road, Pallikarai, Chennai-600 109  
Unaudited Financial Results for the Quarter ended 30th June 2013

| Sl. No.                       | Particulars                                                                                                                                | CONSOLIDATED BASIS                                        |               |            |               | STANDALONE BASIS |               |            |            |
|-------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|---------------|------------|---------------|------------------|---------------|------------|------------|
|                               |                                                                                                                                            | (All figures in Rupees in crores except EPS & Share data) |               |            |               |                  |               |            |            |
|                               |                                                                                                                                            | Quarter ended                                             | Quarter ended | Year ended | Quarter ended | Quarter ended    | Quarter ended | Year ended | Year ended |
|                               |                                                                                                                                            | 30.06.2013                                                | 31.03.2013    | 31.03.2013 | 30.06.2013    | 31.03.2013       | 30.06.2012    | 31.03.2012 | 31.03.2012 |
|                               |                                                                                                                                            | un-audited                                                | un-audited    | Audited    | un-audited    | un-audited       | un-audited    | un-audited | Audited    |
| 1                             | (a) Net Sales/Income from operations                                                                                                       | 8.06                                                      | 10.10         | 43.36      | 11.90         | 2.06             | 2.34          | 3.87       | 15.29      |
|                               | (b) Other Operating Income                                                                                                                 | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
| 2                             | (c) Total Income                                                                                                                           | 8.06                                                      | 10.10         | 43.36      | 11.90         | 2.06             | 2.34          | 3.87       | 15.29      |
|                               | (a) Purchases                                                                                                                              | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
|                               | (b) Increase/Decrease in Work in Progress                                                                                                  | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
|                               | (c) Employee Cost                                                                                                                          | 6.51                                                      | 7.31          | 26.45      | 6.79          | 0.75             | 1.38          | 1.78       | 7.24       |
|                               | (d) Other Expenditure                                                                                                                      | 5.07                                                      | 5.28          | 27.49      | 6.23          | 3.53             | 7.22          | 1.17       | 13.31      |
|                               | (e) Deferred Expenses written off                                                                                                          | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
|                               | (f) Depreciation                                                                                                                           | 1.22                                                      | 1.06          | 0.44       | 0.44          | 0.34             | 0.34          | 0.35       | 1.41       |
| 3                             | (g) Total expenditure                                                                                                                      | 12.80                                                     | 13.65         | 55.21      | 13.52         | 4.82             | 8.94          | 3.28       | 21.59      |
| 4                             | (h) Profit/(Loss) from operations before other income, interest and Exceptional items (1-2)                                                | -4.74                                                     | -3.55         | -12.85     | -1.63         | -2.56            | -6.60         | 0.59       | -6.67      |
| 5                             | (i) Other Income                                                                                                                           | 2.32                                                      | 5.97          | 8.37       | -0.23         | -2.06            | 5.04          | -1.35      | 7.49       |
| 6                             | (j) Profit/(Loss) before Interest and Exceptional items (3+4)                                                                              | -2.42                                                     | 2.42          | -4.48      | -1.86         | -4.62            | -0.56         | -0.76      | 0.82       |
| 7                             | (k) Interest & Finance Charges                                                                                                             | 3.31                                                      | 1.52          | 8.45       | 2.00          | 3.31             | 1.68          | 2.12       | 8.43       |
| 8                             | (l) Profit/(Loss) after interest but before Exceptional items (5-6)                                                                        | -5.73                                                     | -0.90         | -12.93     | -3.86         | -7.93            | -2.24         | -2.88      | -7.61      |
| 9                             | (m) Exceptional items                                                                                                                      | 0.00                                                      | -10.24        | -10.24     | 0.00          | 0.00             | 16.45         | -2.88      | 16.45      |
| 10                            | (n) Profit/(Loss) from ordinary activities before tax (7+8)                                                                                | -5.73                                                     | 11.14         | -2.69      | -3.86         | -7.93            | -18.09        | -2.88      | -24.06     |
|                               | (a) Current Tax                                                                                                                            | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
|                               | (b) Deferred Tax                                                                                                                           | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
| 11                            | (o) Net Profit/(+)/Loss (-) from Ordinary activities after tax (9-10)                                                                      | -5.73                                                     | 11.08         | -2.69      | -3.86         | -7.93            | -18.09        | -2.88      | -24.06     |
| 12                            | (a) Extraordinary items & Prior Period adjustments                                                                                         | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
| 13                            | (b) Minority interest adj. for share of subsidiary profit/(Losses)                                                                         | 0.00                                                      | 0.00          | 0.00       | 0.00          | 0.00             | 0.00          | 0.00       | 0.00       |
| 14                            | (c) Net Profit/(+)/Loss (-) for the period (11-12)                                                                                         | -5.73                                                     | 11.08         | -2.69      | -3.86         | -7.93            | -18.09        | -2.88      | -24.06     |
| 15                            | (d) Paid-up Equity Share Capital                                                                                                           | 12.36                                                     | 12.36         | 12.36      | 12.36         | 12.36            | 12.36         | 12.36      | 12.36      |
| 16                            | (e) Face Value of the Share : Rs. 10)                                                                                                      | -3.79                                                     | -2.88         | (2.88)     | 0.52          | (2.88)           | -16.40        | 12.71      | -3.47      |
|                               | (f) Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualised) | (4.63)                                                    | 8.95          | (2.23)     | (3.12)        | (2.23)           | (5.41)        | (2.33)     | (19.46)    |
|                               | (g) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualised)  | (4.63)                                                    | 8.95          | (2.23)     | (3.12)        | (2.23)           | (5.41)        | (2.33)     | (19.46)    |
| PART-II                       |                                                                                                                                            |                                                           |               |            |               |                  |               |            |            |
| A PARTICULARS OF SHAREHOLDING |                                                                                                                                            |                                                           |               |            |               |                  |               |            |            |
| 1                             | Public Shareholding :                                                                                                                      |                                                           |               |            |               |                  |               |            |            |
|                               | Number of Shares                                                                                                                           | 3,621,095                                                 | 3,621,095     | 3,621,095  | 3,671,095     | 3,621,095        | 3,621,095     | 3,671,095  | 3,621,095  |
| 2                             | Promoters and Promoter Group Shareholding:                                                                                                 | 29.29                                                     | 29.29         | 29.29      | 31.31         | 29.29            | 29.29         | 31.31      | 29.29      |
|                               | (a) Pledged/Encumbered                                                                                                                     |                                                           |               |            |               |                  |               |            |            |
|                               | -Number of shares                                                                                                                          | NIL                                                       | NIL           | NIL        | NIL           | NIL              | NIL           | NIL        | NIL        |
|                               | -Percentage of shares (as a % of the total shareholding of promoter and promoter group)                                                    | NIL                                                       | NIL           | NIL        | NIL           | NIL              | NIL           | NIL        | NIL        |
|                               | -Percentage of shares (as a % of the total sharecapital of the Company)                                                                    | NIL                                                       | NIL           | NIL        | NIL           | NIL              | NIL           | NIL        | NIL        |
|                               | (b) Non-encumbered                                                                                                                         |                                                           |               |            |               |                  |               |            |            |
|                               | -Number of shares                                                                                                                          | 8,743,911                                                 | 8,743,911     | 8,743,911  | 8,493,911     | 8,743,911        | 8,493,911     | 8,493,911  | 8,743,911  |
|                               | -Percentage of shares (as a % of the total shareholding of promoter and promoter group)                                                    | 100%                                                      | 100%          | 100%       | 100%          | 100%             | 100%          | 100%       | 100%       |
|                               | -Percentage of shares (as a % of the total share capital of the Company)                                                                   | 70.71                                                     | 70.71         | 70.71      | 68.69         | 70.71            | 70.71         | 68.69      | 70.71      |
| B INVESTOR COMPLAINTS         |                                                                                                                                            |                                                           |               |            |               |                  |               |            |            |
|                               | Pending at the beginning of the quarter                                                                                                    | NIL                                                       |               |            |               |                  |               |            |            |
|                               | Received during the quarter                                                                                                                | NIL                                                       |               |            |               |                  |               |            |            |
|                               | Disposed during the quarter                                                                                                                | NIL                                                       |               |            |               |                  |               |            |            |
|                               | Remaining unresolved at the end of the quarter                                                                                             | NIL                                                       |               |            |               |                  |               |            |            |

| Sl. No. | Particulars                                                          | CONSOLIDATED BASIS |            |            |            | STANDALONE BASIS |            |            |            |
|---------|----------------------------------------------------------------------|--------------------|------------|------------|------------|------------------|------------|------------|------------|
|         |                                                                      | Quarter ended      |            | Year ended |            | Quarter ended    |            | Year ended |            |
|         |                                                                      | 30.06.2013         | 31.03.2013 | 30.06.2012 | 31.03.2013 | 30.06.2012       | 31.03.2013 | 30.06.2012 | 31.03.2013 |
| a       | Segment Revenue :                                                    |                    |            |            |            |                  |            |            |            |
|         | a) Product Engineering Services                                      |                    |            |            |            |                  |            |            |            |
|         | b) Enterprise Solutions                                              |                    |            |            |            |                  |            |            |            |
|         | c) Strategic Investments                                             |                    |            |            |            |                  |            |            |            |
|         | d) Infrastructure Management Services                                |                    |            |            |            |                  |            |            |            |
|         | Total                                                                | 9.06               | 10.10      | 11.90      | 43.36      | 2.06             | 2.34       | 3.67       | 15.29      |
|         | Loss : Inter segment revenue                                         |                    |            |            |            |                  |            |            |            |
|         | Net sales/income from operations                                     | 8.06               | 10.10      | 11.90      | 43.36      | 2.06             | 2.34       | 3.67       | 15.29      |
| b       | Segment Results :                                                    |                    |            |            |            |                  |            |            |            |
|         | Profit (+) / (Loss) before tax and interest from each segment        |                    |            |            |            |                  |            |            |            |
|         | a) Product Engineering Services                                      |                    |            |            |            |                  |            |            |            |
|         | b) Enterprise Solutions                                              |                    |            |            |            |                  |            |            |            |
|         | c) Strategic Investments                                             |                    |            |            |            |                  |            |            |            |
|         | d) Infrastructure Management Services                                |                    |            |            |            |                  |            |            |            |
|         | Total                                                                | -4.74              | -3.55      | -1.63      | -12.85     | -2.56            | -6.60      | 0.59       | -6.67      |
|         | Less : (i) Interest & Finance Charges                                |                    |            |            |            |                  |            |            |            |
|         | Add : (ii) Other unallocated expenditure, net of un-allocable income |                    |            |            |            |                  |            |            |            |
|         | Total Profit Before Tax after MF                                     | 3.31               | 1.52       | 2.00       | 12.85      | -2.56            | -6.60      | 0.59       | -6.67      |
| c       | Capital Employed :                                                   | 2.32               | 5.97       | -0.23      | 8.37       | 1.06             | 1.06       | 2.12       | 8.43       |
|         | a) Product Engineering Services                                      | -5.73              | 0.90       | -3.86      | -12.93     | -2.06            | 6.04       | -1.35      | 7.49       |
|         | b) Enterprise Solutions                                              |                    |            |            |            | -7.93            | -2.24      | -2.88      | -7.61      |
|         | c) Strategic Investments                                             |                    |            |            |            |                  |            |            |            |
|         | d) Infrastructure Management Services                                |                    |            |            |            |                  |            |            |            |
|         | Total Capital Employed                                               | NR                 | NR         | NR         | NR         | NR               | NR         | NR         | NR         |
|         | NA=not applicable NR=not reported                                    |                    |            |            |            |                  |            |            |            |
|         | Notes:                                                               |                    |            |            |            |                  |            |            |            |

# For California Software Company Limited

1. The above unaudited results were approved by the Board of Directors at their meeting held on 27th August 2013 after review by Audit Committee and the standalone results have been subject to a limited review by Statutory Auditors.
2. Consolidated results of the quarter include unaudited results of the company and all its subsidiaries.
3. Since the segment wise capital employed figures are not practically possible to segregate, segment wise capital employed is not reported.
4. Previous year's figures have been re-grouped or re-arranged wherever necessary to conform to current year's classification.

For and on Behalf of the Board  
For California Software Company Limited

Bhavesh Rameshtal Chauhan  
Managing Director & CEO

Chennai  
27th August, 2013



# M/S. TOMY & FRANCIS

## CHARTERED ACCOUNTANTS

**PARTNERS:**

CA. K.J. TOMY B.Sc., F.C.A.  
CA. FRANCIS M. ALAPPATT B.Sc., F.C.A.

Tel : 2424348, 2428639  
UDAYA BUILDINGS  
COLLEGE ROAD  
THRISSUR - 680 001.

Ref. No:

Date: 27-08-2013

### LIMITED REVIEW REPORT

The Board of Directors,  
California Software Co. Ltd,  
Robert V Chandran Tower  
Seventh Floor,  
# 149, Velachery Tambaram Main Road,  
Pallikaranai,  
Chennai-600 100

We have reviewed the accompanying statement of unaudited financial results of California Software Co. Ltd Chennai for the period from April 01, 2013 to 30<sup>th</sup> June, 2013 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For TOMY & FRANCIS  
Chartered Accountants

CA K J Tomy  
Partner

Membership No: 022768  
FRN: 010922S



Chennai  
Date: 27<sup>th</sup> August 2013



# M/S. TOMY & FRANCIS

## CHARTERED ACCOUNTANTS

PARTNERS:  
CA. K.J. TOMY B.Sc., F.C.A.  
CA. FRANCIS M. ALAPPATT B.Sc., F.C.A.

Tel : 2424348, 2428639  
UDAYA BUILDINGS  
COLLEGE ROAD  
THRISSUR - 680 001.

Ref. No:

Date: 27-08-2013

### LIMITED REVIEW REPORT

The Board of Directors,  
California Software Co. Ltd.  
Robert V Chandran Tower  
Seventh Floor,  
# 149, Velachery Tambaram Main Road,  
Pallikaranai,  
Chennai-600 100

We have reviewed the accompanying statement of unaudited consolidated financial results of California Software Co. Ltd, Chennai for the period from 1<sup>st</sup> April, 2013 to 30<sup>th</sup> June, 2013 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these consolidated financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

We draw our attention to the following:



1. The consolidated financial statements consist of unaudited results of
  - a) California Software Company Ltd (Parent company incorporated in India)
  - b) CSWL, Inc. 100% subsidiary incorporated in USA and its subsidiaries
  - c) Inatech Infosolutions Private Limited, Bangalore, India a 100% subsidiary and its subsidiariesand
  - d) Aspire Communications Private limited (Aspire) incorporated in India, a 100% subsidiary and its subsidiary.
2. None of the subsidiary companies have been either audited or individually reviewed by us. For the purpose of consolidation of financial statements for the current period, we have relied upon the financial statements of parent company which have been subjected to limited review by their auditors. For all the other subsidiaries, we have relied on the financial statements prepared and certified by the management
3. For the purpose of consolidation, the operation of overseas subsidiary are considered non integral in nature and on the basis of AS- 9 prescribed by the Institute of Chartered Accountants of India, their assets and liabilities are translated at the period-end exchange rate. The resultant translation adjustment is reflected as a separate component of Shareholders funds as 'Currency Translation Reserve'. Revenues and expenses are converted into Indian Currency at the average rate prevailing during the half year.
4. The financial statements of the parent Company and subsidiaries have been combined on line by line basis by adding together the book values of like items of assets, liabilities, income & expenses after eliminating intra group balances/transactions as certified by the management.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For TOMY & FRANCIS  
Chartered Accountants

CA K J Tomy  
Partner

Membership No: 022768  
FRN: 010922S

Chennai  
Date: 27<sup>th</sup> August 2013

