

CALIFORNIA SOFTWARE COMPANY LTD

Registered Office: Robert V Chandra Tower, Seventh Floor, 310, Velachery Tambaram Main Road, Pallikarai, Chennai-600 100
Unaudited Financial Results for the Quarter and Half year ended 30 September 2012

(All figures -Rs. in Crores except EPS and shareholding data)



PART-I		CONSOLIDATED BASIS - UNAUDITED						STANDALONE BASIS - UNAUDITED						AUDITED FOR THE YEAR ENDED 31.03.2012	
Particulars		FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED			FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED				
		30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.09.2011	31.03.2012	30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.09.2011	30.09.2012	30.09.2011	
1	(a) Sales/Services rendered	9.84	11.90	20.44	21.74	38.36	74.18	3.22	3.87	3.65	7.09	6.33	16.31		
	(b) Other operating income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		
	Total income	9.84	11.90	20.44	21.74	38.36	74.18	3.22	3.87	3.65	7.09	6.33	16.31		
2	Expenditure														
	a) (Increase) / Decrease in Work In Progress	0.00	0.00	1.09	0.00	1.97		0.00	0.00	0.00	0.00	0.00	0.00		
	b) Purchases	5.90	6.79	15.93	12.69	30.84	35.43	2.19	1.76	2.11	3.95	4.15	7.76		
	c) Employee Cost	5.01	5.29	4.67	11.30	12.16	66.90	2.95	1.17	2.55	4.12	5.69	17.67		
	d) Other Expenditure	0.00	0.00	0.63	0.00	5.08	2.37	0.00	0.00	0.00	0.00	0.00	0.00		
	e) Amortisation of Deferred Expenses	0.78	0.44	0.69	1.22	1.44	2.86	0.37	0.35	1.08	0.72	2.21	4.23		
	f) Depreciation	11.66	13.52	23.01	25.21	51.49	107.56	5.51	3.28	8.52	8.79	15.67	29.66		
	Total Expenditure														
	Profit from operations before other income, interest and Exceptional items	(1.83)	(1.83)	(2.57)	(3.46)	(13.10)	(33.39)	(2.29)	(0.59)	(4.83)	(1.70)	(9.34)	(13.35)		
3	Interest and Exceptional items	2.94	0.23	1.17	2.71	2.86	5.72	3.51	(1.35)	0.12	2.16	1.49	6.08		
4	Other income	1.11	(1.86)	(1.40)	(0.75)	(10.24)	(27.67)	1.22	(0.76)	(4.71)	0.46	(7.85)	(8.27)		
5	Profit before interest and Exceptional items	2.69	2.00	2.68	4.69	6.02	9.26	2.36	2.12	2.13	4.48	4.37	8.92		
6	Interest & Finance Charges	(1.58)	(3.86)	(4.38)	(5.44)	(16.33)	(36.92)	(1.14)	(2.88)	(6.84)	(4.02)	(12.22)	(17.19)		
7	Profit after interest but before exceptional items	0.00	0.00	0.00	0.00	0.00	40.19	0.00	0.00	0.00	0.00	0.00	48.34		
8	Exceptional items	(1.58)	(3.86)	(4.38)	(5.44)	(16.33)	(77.11)	(1.14)	(2.88)	(6.84)	(4.02)	(12.22)	(65.52)		
9	Profit/(Loss) from ordinary activities before taxation & Minority Interest Adjustments	0.00	0.00	(3.27)	0.00	(2.32)	2.47	0.00	0.00	0.00	0.00	0.00	0.00		
10	Minority interest adjustments for share of subsidiary Profit/(Losses)	(1.58)	(3.86)	(7.65)	(5.44)	(18.65)	(77.11)	0.00	(2.88)	(6.84)	(4.02)	(12.22)	(65.52)		
11	Profit before tax from ordinary activities	0.00	0.00	1.43	0.00	12.69	0.36	0.00	0.00	0.00	0.00	0.00	0.00		
12	Tax expense	0.00	0.00	0.00	0.00	0.00	(2.39)	0.00	0.00	0.00	0.00	0.00	1.69		
	a) Current Tax (including Fringe Benefits Tax)	0.00	0.00	0.00	0.00	0.00	(2.39)	0.00	0.00	0.00	0.00	0.00	1.69		
	b) Deferred Tax	(1.58)	(3.86)	(6.05)	(5.44)	(31.34)	(75.06)	(1.14)	(2.88)	(6.84)	(4.02)	(12.22)	(65.52)		
13	Net Profit from Ordinary activities after tax	0.00	0.00	(3.13)	0.00	26.54	0.00	0.00	0.00	(3.43)	0.00	3.82	0.00		
14	Extraordinary items and prior period adjustments net of tax expense (Rs.)	0.00	0.00	(12.21)	(5.44)	(77.55)	(77.55)	(1.14)	(2.88)	(10.27)	(4.02)	(12.22)	(65.52)		
15	Net Profit for the period	12.36	12.36	12.36	12.36	12.36	12.36	12.36	12.36	12.36	12.36	12.36	12.36		
16	Paid-Up Equity Share Capital	2.70	2.70	N.R.	2.70	2.70	2.70	2.70	2.70	NR	15.59	NR	15.59		
17	Reserves excluding revaluation reserves														

as per balance sheet of previous accounting year



Sl. No	Particulars	FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED			FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED			FOR THE YEAR ENDED 31.03.2012
		30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	
18	Earning Per Share for the period before extraordinary items (Rs.)													
	(i) Basic	(1.28)	(3.12)	(7.35)	(4.40)	(25.26)	(62.72)	(0.92)	(2.33)	(5.53)	(3.25)	(8.89)	NA	(62.74)
	(ii) Diluted	(1.28)	(3.12)	NA	(4.40)	(25.26)	(62.72)	(0.92)	(2.33)	NA	(3.25)	(8.89)	NA	(62.74)
19	Earning Per Share for the period after extraordinary items (Rs.)													
	(i) Basic	(1.28)	(3.12)	(9.88)	(4.40)	(3.88)	(62.72)	(0.92)	(2.33)	(8.31)	(3.25)	(6.80)	NA	(62.74)
	(ii) Diluted	(1.28)	(3.12)	NA	(4.40)	NA	(62.72)	(0.92)	(2.33)	NA	(3.25)	NA	NA	(62.74)
A	PART - II													
	Particulars of shareholdings													
		3 months ended			6 months ended			year ended						
		30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	31.03.2012						
20	Aggregate of Public Shareholding (as at period end)	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095	3,871,095
	(i) Number of Shares	31.31	31.31	31.31	31.31	31.31	31.31	31.31	31.31	31.31	31.31	31.31	31.31	31.31
21	Promoters and Promoter Group Shareholding													
	(a) Fixed/Identifiable													
	-Number of shares	NIL	NIL	NIL	NIL	NIL	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	NIL	NIL	NIL	NIL	NIL
	-Percentage of shares (as a % of the total shareholding of the Company)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	(b) Non-promoters													
	-Number of shares	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911	8,493,911
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%
	-Percentage of shares (as a % of the total shareholding of the Company)	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%	68.69%
B	Investor complaints													
	3 months ended													
	30.09.2012													
	Particulars													
	Pending at the beginning of the year	NIL												
	Received during the quarter	NIL												
	3 months ended													
	30.09.2012													
	Remainder unresolved at the end of the quarter	NIL												

NA=Not applicable NR=Not reported Amounts in brackets indicate negative figures

SEGMENT WISE REVENUE RESULTS AND CAPITAL EMPLOYED:

Sl. No	Particulars	FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED			FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED			FOR THE YEAR ENDED 31.03.2012
		30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	
1	Segment Revenue :													
	a) Product Engineering Services	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	b) Enterprise Solutions	9.84	11.90	19.12	21.74	69.29	35.96	3.22	3.87	3.69	7.09	6.33	16.31	16.31
	c) Strategic Investments	0.00	0.00	1.32	0.00	0.00	2.41	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	d) Infrastructure Management Services	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Sub-Total	9.84	11.90	20.44	21.74	74.18	38.39	3.22	3.87	3.69	7.09	6.33	16.31	16.31
	Less : Inter segment revenue	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Net sales income from operations	9.84	11.90	20.44	21.74	74.18	38.39	3.22	3.87	3.69	7.09	6.33	16.31	16.31
2	Segment Results :													
	Profit (Loss) before tax and interest from each segment													
	a) Product Engineering Services	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	b) Enterprise Solutions	(1.53)	(1.83)	0.35	(3.46)	(8.25)	(4.85)	(2.29)	(2.59)	(4.63)	(1.70)	(3.34)	(11.03)	(11.03)
	c) Strategic Investments	0.00	0.00	(2.92)	0.00	0.00	(10.07)	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	d) Infrastructure Management Services	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Sub-total	(1.53)	(1.83)	(2.57)	(3.46)	(13.10)	(33.99)	(2.29)	(2.59)	(4.63)	(1.70)	(3.34)	(11.03)	(11.03)
	Less : (i) Interest & Finance Charges	2.69	2.00	2.89	4.69	6.09	9.26	2.36	2.12	2.13	4.48	4.37	8.92	8.92
	Add : (ii) Other unallocated income, net of unallocated extraordinary	(2.94)	0.23	1.17	(2.71)	2.66	5.72	3.51	(1.35)	0.12	2.16	1.49	2.77	2.77
	Total Profit/(Loss) Before Tax & minority	(1.59)	(3.86)	(4.38)	(5.44)	(16.33)	(36.92)	(1.14)	(2.58)	(6.84)	(4.02)	(12.22)	(17.19)	(17.19)
3	Interest Adjustments													
	Capital Employed :													

Sl. No	Particulars	FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED			FOR THE YEAR ENDED			FOR THE THREE MONTHS ENDED			FOR THE HALF YEAR ENDED			FOR THE YEAR ENDED		
		30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.09.2011	30.09.2011	31.03.2012	30.09.2012	30.09.2011	30.09.2012	30.06.2012	30.09.2011	30.09.2012	30.09.2011	30.09.2011	31.03.2012	30.09.2012	30.09.2011
	a) Product Engineering Services	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR
	b) Enterprise Solutions	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR
	c) Strategic Investments	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR
	d) Infrastructure Management Services	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR
	Total Capital Employed	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR	NR
	NR=not reported	Amounts in brackets indicate negative figures																	

Notes:

1. The above unaudited financial results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on November 14, 2012 and the standalone results have been subject to a limited review by Statutory Auditors.
2. Consolidated financial results of the quarter / half year ended 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 period's figures have been re-grouped or re-arranged wherever necessary to conform to current period's classification.

For and on Behalf of the Board

[Signature]
[Signature]





STATEMENT OF ASSETS AND LIABILITIES

(Rs in Crores)

	Particulars	Consolidated		
		as at 30.09.2012 (un-audited)	as at 30.09.2011 (un-audited)	as at 31.03.2012 (Audited)
A	EQUITY AND LIABILITIES			
1	SHAREHOLDERS' FUND			
	(a) Capital	12.37	12.37	12.37
	(b) Reserves and Surplus	-6.23	71.32	2.70
	(c) Money received against share warrant	0.00	0.00	0.00
	Sub-total- shareholders fund	6.14	83.69	15.07
2	share application money pending allotment	0.00	0.00	0.00
3	Minority Interest	0.00	0.00	
4	Non-current Liabilities			
	(a) Long term borrowings	45.52	81.71	52.64
	(b) Deferred tax liabilities (net)	0.00	8.03	0.01
	(c) other long term liabilities	0.00	0.00	0.00
	(d) Long term provisions	0.00	0.00	0.00
	Sub-total- Non current Liabilities	45.52	89.74	52.65
5	Current Liabilities			
	(a) Short term borrowings	14.21	0.00	9.01
	(b) Trade payable	2.91	0.00	7.27
	(c) other current liabilities	33.25	37.19	40.60
	(d) short term provisions	0.87	15.20	1.27
	Sub-total- Current Liabilities	51.24	52.39	58.15
	TOTAL- EQUITY AND LIABILITIES	102.90	225.82	125.87
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets	55.14	118.49	59.30
	(b) Goodwill on consolidation	0.00	0.00	0.00
	(c) Non-current Investments	4.65	9.66	6.74
	(d) Deferred tax assets (net)	0.00	7.28	0.00
	(e) Long term loans and advances	8.24	0.00	12.91
	(f) other non current- assets	0.00	0.03	0.00
	Sub-total- Non current assets	68.03	135.46	78.95
2	Current assets			
	(a) Current investments	0.00	0.00	0.00
	(b) Inventories	0.00	0.00	0.00
	(c) Trade receivables	5.69	22.25	21.34
	(d) cash and cash equivalents	17.78	28.44	20.08
	(e) Short term loans and advances	8.92	39.67	3.39
	(f) other current assets	2.48	0.00	2.11
	Sub-total- Current assets	34.87	90.36	46.92
	TOTAL - ASSETS	102.90	225.82	125.87

For California Software Company Limited

Bhavesh Rameshlal Chauhan
Managing Director and CEO





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:.....

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, 2012 to September 30, 2012 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 standards¹ 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: 14th November, 2012



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:

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 1st April, 2012 to 30th September, 2012 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 subsidiaries
 - d) Aspire Communications Private limited (Aspire) incorporated in India (Parent company holds 100% equity) 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 standards¹ 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: 14th November 2012