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Date: 07th Oct 2010

National Stock Exchange of India Ltd
Exchange Plaza,
Bandra – Kurla Complex
Bandra (E)
Mumbai – 400 051

Scrip Code: CALSOFT Series: EQ

Dear Sir,

Reg.:-Minutes of 18th Annual General Meeting

Please find minutes of 18th Annual General Meeting held on 17th September 2010.
Kindly take it on record.

Thanking you,

Yours faithfully,
For California Software Co. Ltd

Jitendra Kumar Pal
Company Secretary



MINUTES OF THE EIGHTEENTH ANNUAL GENERAL MEETING OF CALIFORNIA SOFTWARE COMPANY LIMITED HELD ON FRIDAY, THE 17 SEPTEMBER, 2010 AT 10.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY # ROBERT V CHANDRAN TOWER, NO.149, VELACHERRY TAMBARAM MAIN ROAD, PALLIKARNAI, CHENNAI - 600 100

PRESENT

1.Mr.Clyde Michael Bandy	Chairman
2.Mr.S.Santhosh	Managing Director
3.Dr.P.J.George	Director (Chairman- Audit Committee)

ALSO PRESENT

1. Mr. J. Thyaharajan	Finance Controller
2. Mr. Jitendra Kumar Pal	Company Secretary

And 179 other shareholders and proxy holders.

1. Chairman

Mr.Clyde Michael Bandy, Chairman, took the Chair

2. Quorum

After ascertaining that the requisite quorum was present, the Chairman called the meeting to order.

3. Welcome

The Chairman welcomed the shareholders to the 18th Annual General Meeting of the Company.

4. Register of Directors' shareholding

The Chairman informed the shareholder that in terms of Section 307 of the Companies Act, 1956, the Register of Directors' shareholding is available at the meeting of the inspection of any member till conclusion of the meeting.

5. Notice convening 18th Annual General Meeting

With the consent of the shareholders present, the notice convening 18th Annual General Meeting and the Annual Accounts of the Company for the year ended 31st March 2010 as well as Directors Report thereon, already in the hands of the shareholders, were taken as read.



6. Auditors Report

The Company Secretary read the auditors report on the balance sheet as at 31st March 2010 and the Profit and Loss account for the year ended on that date.

7. Speech by the Chairman

The Chairman in his speech apprised the members of the results of operations and significant developments in the Company.

BUSINESS OF THE MEETING

ITEM NO.1

Approval of Accounts for the year ended 31st March 2010

The Shareholders considered the Profit and Loss Account for the year ended March 31, 2010 and the Balance Sheet as on that date and the report of the Directors and Auditors thereon.

Manoj Kumar M L, a member proposed and Gopalakrishnan K, a member seconded that the following Resolution be adopted as an Ordinary Resolution.

"RESOLVED THAT the Audited Balance Sheet as at 31st March 2010 and Profit and Loss Account and the Cash Flow Statement for the year ended March 31, 2010 along with Report of the Board of Directors and the Corporate Governance Report and Auditors Report thereon as placed before the meeting be and are hereby received, considered and adopted."

The Chairman asked the shareholders to raise questions if any. There was no question. The resolution was put to vote by show of hands and resolution was adopted unanimously.

ITEM NO.2

DECLARATION OF DIVIDEND

(As an Ordinary Resolution)

Raji Pappu proposed the following resolution which was seconded by Lakshmi R.

"RESOLVED THAT dividend of Rs.2/- per share on 1,23,65,006 equity shares of Rs.10/- each, for the year ended 31st March 2010, be and is hereby declared and the same be paid to those members whose name appears in the register of members of the company as on 13th September 2010 or their mandates and in respect of shares





held in dematerialized form, the dividend shall be paid to those beneficial owners whose particulars will be furnished by the Depositories as on the same date 13th September 2010."

The resolution was put to vote by show of hands and resolution was adopted unanimously.

ITEM NO.3

RE-APPOINTMENT OF MR.DAN GEORGE PETERSON AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION- (As an Ordinary Resolution)

Bindu E P proposed the following resolution which was seconded by Renoj Raphel.

"RESOLVED THAT Mr. Dan George Peterson, Director, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment be and is hereby re-appointed as Director of the Company."

The resolution was put to vote by show of hands and resolution was adopted unanimously.

ITEM NO.4

RE-APPOINTMENT OF STATUTORY AUDITORS- (As an Ordinary Resolution)

S. Francis Xavier proposed the following resolution which was seconded by K. Radhakrishnan.

RESOLVED FURTHER THAT M/s. Tomy & Francis, Chartered Accountants, be and are hereby appointed as Auditors of the Company to hold office from the conclusion of the 18th Annual General Meeting until the conclusion of the next Annual General Meeting at the remuneration to be fixed by the Directors."

The resolution was put to vote by show of hands and resolution was adopted unanimously.



SPECIAL BUSINESS – BY ORDINARY RESOLUTION

ITEM NO.5

APPOINTMENT OF MR. JEROME LAZATIN LORENZO AS DIRECTOR

Renoj Raphel proposed the following resolution which was seconded by Ajanta T.

"RESOLVED THAT in accordance with Section 257 and all other applicable provisions if any of the Companies Act, 1956, or any statutory modification(s) or enactment thereof, Mr. Jerome Lazatin Lorenzo, who was appointed as an Additional Director pursuant to the provisions of Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, liable to retire by rotation under the provisions of the Articles of Association of the company."

The resolution was put to vote by show of hands and resolution was adopted unanimously.

There being no other business to transact, the meeting was concluded with a vote of thanks to the Chair.

Chennai
17.09.2010


Clyde Michael Bandy
Chairman

