



Realize Your Ideas

Date: 10th July 2013

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

Reg.:- Result of postal ballot
Scrip Code: CALSOFT Series: EQ

Dear Sir,

Please find result of postal ballot along with scrutinizer report. Kindly take it on record.

Thanking you.

Yours faithfully,
For California Software Company Ltd

A handwritten signature in blue ink, appearing to read "Jitendra".

Jitendra Kumar Pal
Company Secretary



Realize Your Ideas

**RESULT OF THE POSTAL BALLOT FOR SALE OF SHARES OF WHOLLY OWNED
SUBSIDIARY INATECH INFOSOLUTIONS PRIVATE LIMITED TO CHEMOIL
INTERNATIONAL PTE LIMITED (SINGAPORE)**

Pursuant to the provisions of Section 192A of the Companies Act, 1956 read with Companies (Passing of Resolution by Postal Ballot) Rules, 2011, approval of the shareholders was sought by Postal Ballot by way of Special Resolution for Sale of shares of wholly owned subsidiary Inatech Infosolutions Private Limited to Chemoil International Pte Limited (Singapore) as specified in the Notice of Postal Ballot dated 29th May 2013 read with the Explanatory Statement attached thereto. The last date for receipt of the postal ballot forms duly completed from the Shareholders was July 8, 2013. Mr. V.S.Sowrirajan, a Practising Company Secretary, who was appointed as Scrutinizer for the Postal Ballot, has submitted the following Postal Ballot Results:

Description	Special Resolution for Sale of shares of wholly owned subsidiary Inatech Infosolutions Private Limited to Chemoil International Pte Limited (Singapore)
No. of valid votes polled (%age)	9334426 (100%)
Votes cast in favour of the resolution (%age)	9333576 (99.99)
Votes cast against the resolution (%age)	850 (0.01%)

The Votes cast "FOR" the resolution is 99.99% of the total votes polled and consequently the special resolution as mentioned in the notice of the postal ballot dated 29th May 2013 for Sale of shares of wholly owned subsidiary Inatech Infosolutions Private Limited to Chemoil International Pte Limited (Singapore) is duly passed.

Place : Chennai
Date : 10th July 2013

Bhavesh Rameshlal Chauhan
Managing Director & CEO

SCRUTINIZER REPORT

The Chairman
California Software Company Limited
#149, Tambaram Velachery Main Road
Pallikaranai, Chennai-600100

Sub : Results of the Postal Ballot

I, V.S.SOWRIRAJAN, Practising Company Secretary, was appointed by the Board of Directors of your company as your Scrutinizer for the Postal Ballot held pursuant to the provisions of Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolutions by Postal Ballot) Rules, 2011 for the purpose of passing the following Special Resolutions as reproduced below :

Special Resolution 1: Sale of shares of wholly owned subsidiary Inatech Infosolutions Private Limited to Chemoil International Pte Limited (Singapore)

"RESOLVED THAT the consent of the Company be and is hereby accorded in terms of applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof, for the time being in force), to the Board of Directors (hereinafter referred to as "the Board", which term shall be deemed to include any Committee, which the Board may constitute for this purpose) for the sale of 100% of the shares of Inatech Infosolutions Private Limited currently owned by the Company to Chemoil International Pte Limited (Singapore) for such consideration as is approved by the Board or Committee appointed thereof, provided such consideration is no less than the fair value of such shares as determined by a duly appointed Chartered Accountant in accordance with the pricing guidelines as framed by the Reserve Bank of India."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, matters, deeds and things, as may be necessary, without further referring to the Members of the Company, including finalising the terms and conditions, methods and modes in respect thereof, determining the exact effective date, if needed to change or extend the said date, and finalising and executing necessary documents including schemes, agreements, deeds of assignment / conveyance and such other documents as may be necessary or expedient in its own discretion and in the best interest of the Company including the power to delegate, to give effect to the above resolution."



The Result of the Postal Ballot conducted are as under :

Sl. No	PARTICULARS	Special Resolution for Sale of shares of wholly owned subsidiary Inatech Infosolutions Private Limited to Chemoil International Pte Limited (Singapore)
1	Total Number of Postal Ballots Cast	81
2	Less : Number of Postal Ballot papers rejected as invalid	6
3	Total Number of Valid Postal Ballots	75
4	Total Number of members voting in favour of the resolution	70
5	Total Number of members voting against of the Resolution	5
6	Percentage of Members voting in favour of the Resolution	99.99
7	Percentage of Members voting against of the Resolution	0.01
8	Total nominal value of shares held by members voting (Valid Votes)	93344260
9	Total nominal value of shares held by members voting in favour of the Resolution	93335760
10	Total nominal value of shares held by members voting against the Resolution	8500

Details of Votes Polled are furnished in the Annexure.

Based on the above facts, both the Special Resolutions for Sale of shares of wholly owned subsidiary Inatech Infosolutions Private Limited to Chemoil International Pte Limited (Singapore) as contained in the Postal Ballot Notice dated 29th May 2013 may be considered as passed with the requisite majority by the shareholders of the company through Postal Ballot.

Place : Chennai
Dated : 9th July 2013

Signature of the Scrutinizer



CALIFORNIA SOFTWARE COMPANY LIMITED

SUMMARY OF POSTAL BALLOT - SUBJECT NO. 1 - SALE OF SHARES OF
WHOLLY OWNED SUBSIDIARY INATECH INFOSOLUTIONS PRIVATE LIMITED TO
CHEMOIL INTERNATIONAL PTE LIMITED (SINGAPORE)

SL.NO	Particulars	Total Forms	% of Total	Shares Held	% of Holdings	Shares voted	% of Voted
1	Assent - Tally	70	86.42	9333576	99.90	9333576	99.90
2	Dissent - Tally	5	6.17	850	0.01	850	0.01
3	Invalid	6	7.41	8600	0.09	8600	0.18
	Total	81	100.00	9343026	100.00	9343026	100.00

Place : Chennai
Dated : 9th July 2013


Signature of the Scrutinizer

