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Date: 27th May 2016

National Stock Exchange of India Limited
Exchange Plaza, Bandra- Kurla Complex,
Bandra East,
Mumbai - 400 051

**Sub.:- Scrutiniser Report for the Extra ordinary general meeting
held on 25th May 2016
Scrip Code: CALSOFT Series: EQ**

Dear Sir,

Please find attached scrutinizer report obtained from the practicing Company Secretary Mr. V.S.Sowrirajan for the Extra ordinary general meeting held on 25th May 2016.

Please take it on record.

Thanking you.

Yours faithfully,
For California Software Company Limited

Jitendra Kumar Pal
Company Secretary

California Software Company Limited

CIN-L72300TN1992PLC022135

Registered Office : Robert V Chandran Tower, 149, Velachery Tambaram Main Road, Pallikaranai, Chennai 600 100. India
Phone +91 44 4282 9000 | Fax +91 44 4282 9012 | email : jitendrak@calsoftgroup.com | www.calsoftgroup.com

V.S.SOWRIRAJAN,BA,FCA,FCS,ACMA
Company Secretary

SCRUTINIZER REPORT

The Chairman
CALIFORNIA SOFTWARE COMPANY LIMITED
ROBERT V CHANDRAN TOWERS
149, VELACHERY TAMBARAM MAIN ROAD
PALLIKKARANAI, CHENNAI-600100

Sub : Results of the E-Voting

I, **V.S.SOWRIRAJAN**, Practising Company Secretary, was appointed by the Board of Directors of your company as your Scrutinizer for E-Voting held pursuant to the provisions of Section 110 of the Companies Act, 2013 and 180(1)(a) of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 for the purpose of passing the Resolutions contained in the Notice of the Extraordinary General Meeting dated 26th April 2016.

As required under Section 108 of Companies Act, 2013, the Company has offered e-voting facility to the shareholders and a statement to this effect was included in the Notice of the Meeting.

The Company provided the E-Voting facility offered by the National Securities Depository Limited (NSDL) for conducting e-Voting by the members of the Company. The Shareholders were required to cast their votes on line on the basis of password provided to them.

At the end of the voting period on 24th May 2016 the Voting Portal was blocked by the Service Provider. On 25th May 2016, the Votes cast through e-Voting was duly un-blocked by me in accordance with the requirements of the Rules.

As a Scrutinizer, the report of the e-Voting carried out by the shareholders as required was duly completed, the details of which are given below:

Subject No.1- Ordinary Resolution - Appointment of Statutory Auditor to fill casual vacancy caused by the resignation of Statutory Auditors

Particulars	No. of E-Votes Cast	Number of Votes contained in E-Vote	Percentage (%)
Received	5	91,93,789	100.00
Assent	4	91,93,689	99.999
Dissent	1	100	0.001
Invalid	0	0	0.000

C2,Vijayrengaa Apartments, 64, West Adayavalanchan Street, Srirangam, Trichy-620006
e-mail: vssowrirajan@gmail.com Mobile :9444382985



V.S.SOWRIRAJAN,BA,FCA,FCS,ACMA
Company Secretary

Subject No.2 – Ordinary Resolution

Appointment of Managing Director

Particulars	No. of E-Votes Cast	Number of Votes contained in E- Vote	Percentage (%)
Received	5	91,93,789	100.00
Assent	4	91,93,689	99.999
Dissent	1	100	0.001
Invalid	0	0	0.000

Date : 25/05/2016
Place : Chennai



V.S.SOWRIRAJAN
Company Secretary
FCS 2368/CP 6482

V.S.SOWRIRAJAN,BA,FCA,FCS,ACMA
Company Secretary

COMBINED SCRUTINIZER REPORT ON E-VOTING AND POLL

To

To the Chairman,
Extra Ordinary General Meeting of the Shareholders of
CALIFORNIA SOFTWARE COMPANY LIMITED
ROBERT V CHANDRAN TOWERS
149, VELACHERY TAMBARAM MAIN ROAD
PALLIKARANAI, CHENNAI-600100

I, V.S.SOWRIRAJAN, appointed by the Board of Directors of the Company as Scrutinizer for the purpose of vote taken on the under mentioned resolutions through e-Voting and for the Poll at the Extra-Ordinary General Meeting of the Company held on 25th May 2016 at 8th Floor, Robert V Chandran Tower, #149, Velachery Tambaram Main Road, Pallikaranai, Chennai-600 100

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to E-Voting and Poll on the resolutions contained in the Notice of the Extra Ordinary General Meeting of the Company. My responsibilities as Scrutinizer is restricted to report on the votes cast "in favour" or "against" the resolutions, based on the reports generated from the E-Voting System provided by the National Securities Depository Limited (NSDL) and at the Extra Ordinary General Meeting.

I have issued separate reports for the E-Voting and on Poll for the resolutions contained in the Notice of the Extra Ordinary General Meeting. Further, I submit the combined report for E-Voting and Poll as under.

The results of the Poll conducted at the Annual General Meeting is as under :

Subject No.1- Ordinary Resolution - Appointment of Statutory Auditor to fill casual vacancy caused by the resignation of Statutory Auditors

(i) VOTED IN FAVOUR OF THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
E-Voting	4	91,93,689	98.92
Poll	5	1,00,352	1.08
TOTAL	9	92,94,041	100.00

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Company Secretary

(ii) VOTED AGAINST THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% number of valid votes cast	Total votes cast
E-Voting	1	100		100.00
Poll	0	0		0.00
TOTAL	1	100		100.00

(iii) INVALID VOTES

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% number of valid votes cast	Total votes cast
E-Voting	0	0		0
Poll	0	0		0
TOTAL	0	0		0

Subject No.2 – Ordinary Resolution

Appointment of Managing Director

(i) VOTED IN FAVOUR OF THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% number of valid votes cast	Total votes cast
E-Voting	4	91,93,689		98.92
Poll	5	1,00,352		1.08
TOTAL	9	92,94,041		100.00

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Company Secretary

(ii) VOTED AGAINST THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
E-Voting	1	100	100.00
Poll	0	0	0
TOTAL	1	100	100.00

(iii) INVALID VOTES

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
TOTAL	0	0	0

Based on the above, it is found that all the resolutions placed before the Extra Ordinary General Meeting stands passed with the requisite majority. The Company is advised to publish the results in the web site of the company and the service provider and inform Stock Exchanges immediately.

Date: 25th May 2016
Place: Chennai


V.S. SOWRIRAJAN
Company Secretary
FCS 2368 CP 6482

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