



Realize Your Ideas

# California Software Company Limited

CIN: L72300TN1992PLC022135

Registered Office: Workflo, Greta Towers, Industrial Estate, Perungudi,

OMR Phase 1, Chennai 600096

Phone +91 94448 60882

Email: [investor@calsoftgroup.com](mailto:investor@calsoftgroup.com) [www.calsoftgroup.com](http://www.calsoftgroup.com)/[www.calsoft.com](http://www.calsoft.com)

## CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF CALIFORNIA SOFTWARE COMPANY LIMITED HELD ON TUESDAY, JANUARY 07, 2025 AT THE REGISTERED OFFICE OF THE COMPANY

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### RIGHT ISSUE OF EQUITY SHARES

"RESOLVED THAT pursuant to the provisions of Section 62 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder including any statutory modifications or re-enactment thereof, Articles of Association, Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018, the notification and circular as issued by Securities Exchange Board of India and other applicable laws and guidelines including any amendments, statutory modifications or re-enactments for the time being in force, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the Securities and Exchange Board of India ("SEBI"), the stock exchanges on which the Equity Shares of the Company are listed (the "Stock Exchanges") and other authorities, institutions or bodies (the "Appropriate Authorities"), if any, the consent of the Board of Directors be and is hereby accorded for issuance of Rights Equity shares of the Company on the Rights basis to the eligible shareholders of the Company as on following terms:

- a) **Number of Rights Equity shares to be issued and size of the Issue:** 4,63,71,318 (Four Crore Sixty-Three Lakhs Seventy-One Thousand Three Hundred Eighteen Only) Equity Shares of Face Value of Rs. 10/- each, for an aggregate amount Rs. 46,37,13,180 (Rupees Forty-Six Crore Thirty-Seven Lakhs Thirteen Thousand One Hundred Eighty Only).
- b) **Rights Issue Price:** Rs. 10/- per Rights Equity shares (At Par)
- c) **Face Value:** Rs. 10/- per share
- d) **Rights entitlement ratio:** 3 (Three) Equity Shares for every 1 (One) existing Equity Shares held by the eligible shareholders as on the record date;



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e) **Record Date:** The Record date for the purpose of determining the equity shareholders who are entitled to receive the Rights Entitlement in Rights Issue is **Wednesday, January 15, 2025.**

f) **Issue timeline:**

Issue Opening date	Friday, January 24, 2025
Last date for on Market Renunciation	Tuesday, January 28, 2025
Issue Closing date	Friday, January 31, 2025

**RESOLVED FURTHER THAT** any of the Directors of the Company or Company Secretary or Chief Financial Officer of the Company or any member of the Rights Issue Committee be and are hereby authorised to apply for credit right entitlement with depositories and do all such other acts, deeds and things as may be required to give effect to the credit of right entitlement.

**RESOLVED FURTHER THAT** any of the Directors of the Company or Company Secretary or Chief Financial Officer of the Company or any member of the Rights Issue Committee be and are hereby severally authorized to execute, sign and file with various authorities / departments, all applicants, forms, agreements, deeds, certificates, documents, papers and do all such other acts, deeds and things as may be required to give effect to the above resolution.

**CERTIFIED TRUE COPY**

For CALIFORNIA SOFTWARE COMPANY LIMITED

Dr. Mahalingam Vasudevan  
Managing Director

