

Quarter Ending :Dec-2018

Annexure 1  
Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	B. RENGARAJAN	Non-Executive - Independent Director	26 Jun 2018	-	-	60.00	1	2	2
Mr	MAHALINGAM VASUDEVAN	Executive Director,Chairperson,CEO-MD	23 Dec 2017	-	-	-	1	0	0
Mr	PASUPATHY RAJU	Non-Executive - Independent Director	14 Nov 2017	-	-	60.00	1	1	0
Mr	VIJAYAKUMAR MADHAVAN	Executive Director	08 Jun 2018	-	-	-	1	1	0
Mrs	V. MANIMALA	Executive Director	08 Jun 2018	-	-	-	1	2	0
Ms	KEERTI SARASWAT	Non-Executive - Independent Director	23 Dec 2017	-	-	60.00	1	0	0

- ▶ Composition of Committee
- ▶ Meeting of Board of Directors
- ▶ Meeting of Committees
- ▶ Related Party Transactions
- ▶ Affirmations

## Composition Of Committee

Corporate Governance

california-software-coltd

Scrip Code :532386

Quarter Ending : Dec-2018

Annexure 1

Composition Of Committee

<b>Audit Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
BASHYAM RANGARAJAN	Non-Executive - Independent Director,Member	26-06-2018	-
KEERTI SARASWAT	Non-Executive - Independent Director,Chairperson	01-10-2018	-
MANIMALA VASUDEVAN	Executive Director,Member	08-06-2018	-
PASUPATHY RAJU	Non-Executive - Independent Director,Member	01-04-2018	-

  

<b>Nomination and remuneration committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
BASHYAM RANGARAJAN	Non-Executive - Independent Director,Member	26-06-2018	-
KEERTI SARASWAT	Non-Executive - Independent Director,Chairperson	01-10-2018	-
PASUPATHY RAJU	Non-Executive - Independent Director,Member	01-04-2018	-

  

<b>Stakeholders Relationship Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
BASHYAM RANGARAJAN	Non-Executive - Independent Director,Chairperson	26-06-2018	-
KEERTI SARASWAT	Non-Executive - Independent Director,Member	01-10-2018	-
PASUPATHY RAJU	Non-Executive - Independent Director,Member	01-10-2018	-
VASUDEVAN MAHALINGAM	Executive Director,Member	01-10-2018	-

## Meeting Of Board Of Directors

Corporate Governance		
california-software-coldt		
Scrip Code :532386	Quarter Ending : Dec-2018	
Annexure 1		
Meeting Of Board Of Directors		
Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)
14 Aug 2018	-	0
31 Aug 2018	-	16
-	14 Nov 2018	74

## Meeting Of Committees

Corporate Governance				
california-software-coldt				
Scrip Code :532386		Quarter Ending : Dec-2018		
Annexure 1				
Meeting Of Committees				
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	14 Nov 2018	Yes,	14 Aug 2018	91
Stakeholders Relationship Committee	14 Nov 2018	Yes,	-	0
Nomination and remuneration committee	14 Nov 2018	Yes,	31 Aug 2018	74

## Related Party Transactions

### Corporate Governance

california-software-coldt	
Scrip Code :532386	Quarter Ending : Dec-2018

### Annexure 1

#### Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	NA	-
Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	NA	-

## Affirmations

### Corporate Governance

california-software-coldt	
Scrip Code :532386	Quarter Ending : Dec-2018

### Annexure 1

#### Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes

#### Signatory Details

Name of signatory	VIJAYAKUMAR MADHAVAN
Designation of person	Compliance Officer