

THE COMPANIES ACT (1956)

SCHEDULE V
(See Section 159)

PART-II

ANNUAL RETURN OF:

CHRYSAALIS I-MATHS INDIA (P) LIMITED

REGISTRATION NO: 033232

AGM DATE :29TH SEPTEMBER 2007

FORM OF ANNUAL RETURN OF A COMPANY HAVING A SHARES CAPITAL

**ANNUAL RETURN
THE COMPANIES ACT, 1956(1 OF 1956)
SCHEDULE V- PART II**

I. REGISTRATION DETAILS

Registration No. State Code (Refer Code List)

Registration Date Whether Shares listed on
Date Month Year recognised Stock Exchange
Y- Yes N- No

If Yes, Stock Exchange(Totals)
(Refer Code List 2)

AGM Held Y-Yes Date of AGM\
N-No Due Date
Date Month Year

II NAME AND REGISTERED OFFICE ADDRESS OF COMPANY

Company Name

Address

Town/City

State PinCode

Telephone
Area Code Number

Fax No:
Area Code Number

Mail Address

III CAPITAL STURCTURE OF THE COMPANY

Authorised Share Capital Breakup

(Amount in Thousands)

| Type of Shares | No. of Shares | Nominal Value (in Rs.) |
|---------------------------------|---------------|------------------------|
| (I) Equity | 2 5 0 0 0 0 0 | 1 0 |
| (ii) Preference | N I L | N I L |
| Total Authorised Capital | 2 5 0 0 | |

Issued Share Capital Breakup

| Type of Shares | No. of Shares | Nominal Value (in Rs.) |
|-----------------------------|---------------|------------------------|
| (I) Equity | 2 5 0 0 0 0 0 | 1 0 |
| (ii) Preference | N I L | N I L |
| Total Issued Capital | 2 5 0 0 | |

Subscribed Share Capital Breakup

| Type of Shares | No. of Shares | Nominal Value (in Rs.) |
|---------------------------------|---------------|------------------------|
| (I) Equity | 2 5 0 0 0 0 0 | 1 0 |
| (ii) Preference | N I L | N I L |
| Total Subscribed Capital | 2 5 0 0 | |

Paidup Share Capital Breakup

| Type of Shares | No. of Shares | Nominal Value (in Rs.) |
|-----------------------------|---------------|------------------------|
| (I) Equity | 2 5 0 0 0 0 0 | 1 0 |
| (ii) Preference | N I L | N I L |
| Total Paidup Capital | 2 5 0 0 | |

Debentures Breakup

| Type of Debenture | No. of Debentures | Nominal Value(in Rs.) |
|-------------------------|-------------------|-----------------------|
| (I) Non Convertible | | |
| (II) Partly Convertible | | |
| (III) Fully Convertible | | |
| Total Amount | | |

IV DIRECTORS/MANAGER/SECRETARY INFORMATION (Refer Clause 6 of Part I of Schedule V)

As per Annexure -A-

V. DETAILS OF SHARES./DEBENTURES HELD AT DATE OF AGM As per Annexure -B-

VI. Details of Shares/Debentures transfers since date of last AGM(or in the case of the first return at any time since the incorporation of the company)* NIL

Date of Previous AGM 3 0 0 9 0 6
 Date Month Year

VII Indebtedness of the Company (Amount in Rs.Thousands) [Secured Loans including interest outstanding/Accrued but not due for Payment]

Amount

| | | | | | | | | |
|--|--|--|--|--|--|---|---|---|
| | | | | | | N | I | L |
|--|--|--|--|--|--|---|---|---|

VIII Equity Shares Capital Breakup(Percentage of Total Equity)

- | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---|---|---|---|---|--|---|---|---|--|---|---|---|--|---|---|---|--|---|---|---|---|--|---|---|---|--|---|---|---|--|---|---|---|--|---|---|---|--|---|---|---|
| <p>(i) Govt.[Central and state(s)] <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(iii) Public Financial Institutions <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(v) Mutual Funds <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(vii) Foreign Holdings (FIIS/FCs/FFIs/NRIs/OCBs) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(ix) Directors.Relatives of Directors <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>1</td><td>0</td><td>0</td></tr></table></p> | | N | I | L | | N | I | L | | N | I | L | | N | I | L | | 1 | 0 | 0 | <p>(ii) Govt. Companies <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(iv) Nationalised/Other Banks <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(vi) Venture Capital <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(viii) Bodies Corporate (Not Mentioned Above) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> <p>(x) Other Top 50 Shareholders (other than those listed above) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td> </td><td>N</td><td>I</td><td>L</td></tr></table></p> | | N | I | L | | N | I | L | | N | I | L | | N | I | L | | N | I | L |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | 1 | 0 | 0 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | N | I | L | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

We Certify that:

- a the return states the facts as they stood on the date of the annual general meeting aforesaid, correctly and completely;
- b Since the date of the last annual return the transfer of all shares, debentures, the issue of all further Certificates of shares and debentures have been appropriately recorded in the books maintained for the purpose;
- c The whole of the amount of dividend remaining unpaid or unclaimed for a period of Seven years from the date of transfer to the special account has been transferred to the Investor Protection Fund of the Central Government as required under Sub-section (5) of section 205A;
- d the company has not, since the date of the Annual General Meeting with reference to which the last return was submitted, or in the case of first return, since the date of the incorporation of the company, issued any invitation to the public to subscribe for any shares or debentures of the company;
- e where the annual return discloses the fact that the number of members of the company exceeds fifty, the excess consists wholly of persons who under sub-clause(i) of section 3 are not to be included in reckoning the number of fifty;
- f Since the date of the last annual general meeting with reference to which the first return was submitted or in the case of first return since the date of the incorporation of the private company, no public company or deemed public company has or have held twenty-five percent, or more of its paid-up capital;
- g the company did not have any average turnover of Rs.10 crores or more during the relevant period;
- h Since the date of the annual general meeting with reference to which the last annual return was submitted or since the date of incorporation of the company, if it is first return, the company did not hold twenty-five percent or more of the paidup share capital of one or more public companies; and
- i the private company did not accept or renew or invite deposit from the public.

FOR CHRYSALIS I-MATHS PRIVATE LIMITED

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|--------------------|
| R SUDHINDRA |
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| JASIMHA JAITHIRTH |
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Director/Managing Director/Manager/Secretary

Director/Managing Director/Manager/Secretary

NOTE: Certificates to be given by a Director and Manager/Secretary or by two Directors where there is no Manager or Secretary. In the case of a Company whose shares are listed on a recognised Stock Exchange, the certificates shall also be signed by a secretary in whole time practice.