


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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Mar 24, 1999 8:00 am  
Secretary of State

03-24-1999 90012 002 \*\*\*158.75

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<b>PROFIT CORPORATION ANNUAL REPORT 1999</b>				FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT # F97000005441</b>					
1. Corporation Name <b>CITICORP OVERSEAS SOFTWARE LIMITED, INC.</b>					
Principal Place of Business UNIT 133, SDFV SEEPZ, ANDHEMI (E) BOMBAY, INDIA 400 096 OC			Mailing Address NANCY D'SA UNIT 133, SDF V. SEEPZ, ANDHERIS (E) BOMBAY 400 096, INDIA OC		
2. Principal Place of Business 21		2a. Mailing Address 26		3. Date Incorporated or Qualified 10/16/1997	
Suite, Apt. #, etc. 22		Suite, Apt. #, etc. 27		4. FEI Number 13-3613726	
City & State 23		City & State 28		5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
Zip 24		Country 25		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Zip 29		Country 30		7. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent <b>C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324</b>			10. Name and Address of New Registered Agent		
			81 Name		
			82 Street Address (P.O. Box Number is Not Acceptable)		
			83		
			84 City		
			85 Zip Code		
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.					
SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE					
12. OFFICERS AND DIRECTORS					
TITLE	CEO	<input type="checkbox"/> DELETE			
NAME	RAO, U.V.M.				
STREET ADDRESS	UNIT 133 SDFV, SEEPZ, ANDHERI				
CITY-ST-ZIP	BOMBAY, E. INDIA 400 096				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	SEN, ABHIJIL				
STREET ADDRESS	SAKHAR, BHAVAN, NARIMAN POINT				
CITY-ST-ZIP	BOMBAY, INDIA 400 021				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	APTE, RAVINDRA C				
STREET ADDRESS	399 PARK AVE.				
CITY-ST-ZIP	NEW YORK NY 10043				
TITLE	D	<input checked="" type="checkbox"/> DELETE			
NAME	DUTT, ASHOKE				
STREET ADDRESS	CITITOWER, 61 DR S S RAO ROAD				
CITY-ST-ZIP	BOMBAY, INDIA 400 012				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	PAMNANI, NANOO S				
STREET ADDRESS	BAKHTAWAR, 8TH FLOOR				
CITY-ST-ZIP	NARIMAN POINT, MUMBAI 400021				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	KRISHNAKUMAR, V				
STREET ADDRESS	300, TAMPINES AVENUE 5				
CITY-ST-ZIP	SINGAPORE 529653				
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12					
1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition			
1.2 NAME					
1.3 STREET ADDRESS					
1.4 CITY-ST-ZIP					
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition			
2.2 NAME					
2.3 STREET ADDRESS					
2.4 CITY-ST-ZIP					
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition			
3.2 NAME		[LIST ATTACHED]			
3.3 STREET ADDRESS					
3.4 CITY-ST-ZIP					
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition			
4.2 NAME					
4.3 STREET ADDRESS					
4.4 CITY-ST-ZIP					
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition			
5.2 NAME					
5.3 STREET ADDRESS					
5.4 CITY-ST-ZIP					
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition			
6.2 NAME					
6.3 STREET ADDRESS					
6.4 CITY-ST-ZIP					

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplementary report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: **U.V.M. RAO**  
CHIEF EXECUTIVE OFFICER

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

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Title	Director
Name	Dominick Cortellessa
Street Address	111, Wall Street, 18 <sup>th</sup> floor, Zone 24
City-ST-ZP	New York, NY 10043

Title	Secretary
Name	Nancy D'sa
Street Address	133, SDF V, Seepz, Andheri (E)
City-ST-ZP	Mumbai 400 096, India.

**For Citicorp Overseas Software Ltd.**



**U. V. M. RAO**  
CHIEF EXECUTIVE OFFICER

**Citicorp Overseas Software Ltd.**

A subsidiary of  
Citibank Overseas  
Investment Corporation

133 / SDF 5, SEEPZ  
Andheri East  
Mumbai - 400 096  
India

Tel : 91-22-8292305  
91-22-8290019  
Fax: 91-22-8292930

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Annexure - 1

## **Officers/Directors of Citicorp Overseas Software Limited**

Title	C.E.O
Name	U.V.M Rao
Street Address	Unit 133, SDF V, SEEPZ
City-ST-ZIP	Mumbai, India 400 096

Title	Director
Name	Abhijit Sen
Street Address	C-61, Bandra-Kurla Complex, G-Block, Bandra (E)
City-ST-ZIP	Mumbai 400 051, India.

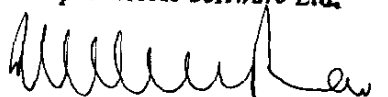
Title	Director
Name	Ravindra C. Apte
Street Address	399 Park Avenue, Zone 14,
City-ST-ZIP	New York 10043, U. S. A.

Title	Director
Name	Nanoo Pamnani
Street Address	Cititower, 61, Dr. S. S. Rao Road
City-ST-ZIP	Parel, Mumbai 400 096.

Title	Director
Name	V Krishnakumar
Street Address	300, Tampines Avenue 5,
City-ST-ZIP	Tampines Junction 09-00, Singapore

Title	Director
Name	David Conner
Street Address	Bandra-Kurla Complex, G-Block, Bandra (E)
City-ST-ZIP	Mumbai 400 051, India.

For Citicorp Overseas Software Ltd.



**U. V. M. RAO**  
CHIEF EXECUTIVE OFFICER