



## MEGASOFT LIMITED

CIN : L72200TN1999PLC042730

Block "A" Wing 1, Level 5 & 6, Cyber Gateway

Madhapur, Hyderabad - 500081

Telangana, India.

Tel : +91 (40) 4033 0000; Fax : +91 (40) 4013 3555

website : [www.megasoft.com](http://www.megasoft.com)

### BSE Limited

Phiroze JeeJee Bhoy Towers  
Dalal Street, Fort  
Mumbai 400001

### National Stock Exchange of India Limited

Exchange Plaza  
Bandra-Kurla Complex, Bandra(E)  
Mumbai 400051

Scrip Code: 532408

Symbol: MEGASOFT

Date: 30<sup>th</sup> May 2017

Dear Sirs,

Sub: Outcome of the Board Meeting held on 30<sup>th</sup> May, 2017

In pursuance of Regulation 33 of SEBI Listing Regulations 2015, this is to notify that at the meeting of the Board of Directors of the Company held today i.e. Tuesday, the 30<sup>th</sup> day of May, 2017 (ended at 5.00 pm) at the Corporate office of the Company, the Board of directors approved the Audited Financial Results of the Company (Standalone & Consolidated) for the year ended March 31, 2017.

Please find attached the following documents:

1. Audited Financial Results (Standalone & Consolidated)
2. Statement of Assets & Liabilities (Standalone & Consolidated)
3. Auditors' Report (Standalone & Consolidated)
4. Declaration in respect of audit report on audited financial results with unmodified opinion

For MEGASOFT LIMITED

  
Rakhee Jain

Company Secretary & Compliance officer





# Megasoft Limited

Registered Office: #85, Kutchery Road, Mylapore, Chennai, India - 600 004

Corporate Office: Block 'A' Wing 1, Level 5 & 6, Cyber Gateway, Madhapur, Hyderabad - 500081 Telangana, India

Standalone & Consolidated Audited Financial Results For The Quarter and Year Ended on 31st March, 2017

CIN: L72200TN1999PLC042730, Phone: +91-44-24616768 Fax: +91-44-24617810, Email: investors@megasoft.com

Part I	Particulars	(Rs.) In Lacs					
		Standalone			Consolidated		
		Quarter Ended on		Year Ended		Year Ended	
	31/03/2017 (Audited)	31/12/2016 (Unaudited)	31/03/2016 (Audited)	31/03/2017 (Audited)	31/03/2016 (Audited)	31/03/2017 (Audited)	31/03/2016 (Audited)
1	<b>Income from operations</b>						
	(a) Net Sales / Income From Operations (net of Excise Duty)	374.00	1,266.00	835.00	3,105.00	3,004.00	7,014.00
	(b) Other Operating Income						
	<b>Total Income from operations (net)</b>	<b>374.00</b>	<b>1,266.00</b>	<b>835.00</b>	<b>3,105.00</b>	<b>3,004.00</b>	<b>7,014.00</b>
2	<b>Expenses</b>						
	a) Cost of materials consumed	151.00	692.00	89.00	927.00	348.00	1,697.00
	b) Purchase of stock-in-trade						
	c) Changes in inventories of finished goods, work-in-progress and stock in trade						
	d) Employee benefits expenses	459.00	402.00	387.00	1,592.00	1,462.00	2,051.00
	e) Depreciation and amortisation expenses	22.00	17.00	16.00	67.00	64.00	512.00
	f) Other expenses	169.00	307.00	219.00	978.00	884.00	2,693.00
	<b>Total Expenditure</b>	<b>801.00</b>	<b>1,418.00</b>	<b>711.00</b>	<b>3,564.00</b>	<b>2,758.00</b>	<b>6,953.00</b>
3	<b>Profit / (Loss) from operations before other income, interest and exceptional item (1-2)</b>	<b>(427.00)</b>	<b>(152.00)</b>	<b>124.00</b>	<b>(459.00)</b>	<b>246.00</b>	<b>61.00</b>
4	Other Income / (Loss)	(49.00)	(3.00)	24.00	689.00	85.00	697.00
5	<b>Profit / (Loss) from ordinary activities before finance cost and exceptional items (3 + 4)</b>	<b>(476.00)</b>	<b>(155.00)</b>	<b>148.00</b>	<b>230.00</b>	<b>331.00</b>	<b>758.00</b>
6	Finance costs	(56.00)	54.00	(69.00)	(182.00)	(240.00)	(543.00)
7	<b>Profit / (Loss) from ordinary activities after finance cost but before exceptional items (5 + 6)</b>	<b>(532.00)</b>	<b>(101.00)</b>	<b>79.00</b>	<b>48.00</b>	<b>91.00</b>	<b>215.00</b>
8	Exceptional Items (Provision for Doubtful Debts)						
9	<b>Profit / (Loss) from ordinary activities before tax (7 + 8)</b>	<b>(532.00)</b>	<b>(101.00)</b>	<b>79.00</b>	<b>48.00</b>	<b>91.00</b>	<b>215.00</b>
10	Tax expense	62.00	0.00	(77.00)	51.63	(48.00)	51.63
11	<b>Net Profit / (Loss) from ordinary activities after tax (9 + 10)</b>	<b>(470.00)</b>	<b>(101.00)</b>	<b>2.00</b>	<b>99.63</b>	<b>43.00</b>	<b>266.63</b>
12	Extraordinary items (net of tax exp)						
13	<b>Net Profit / (Loss) for the period (11+12)</b>	<b>(470.00)</b>	<b>(101.00)</b>	<b>2.00</b>	<b>99.63</b>	<b>43.00</b>	<b>266.63</b>
14	Share of profit / (loss) of associates*						
15	Minority interest *						
16	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15) *</b>	<b>(470.00)</b>	<b>(101.00)</b>	<b>2.00</b>	<b>99.63</b>	<b>43.00</b>	<b>266.63</b>
17	Paid-Up Equity Share Capital of Rs. 10 Each						
18	Reserve Excluding Revaluation Reserves as per Balance sheet of Previous accounting year	-	-	10,090.00	10,197.00	10,090.00	8,732.00
19.i	<b>Earnings per share (before extraordinary items) (of `10/- each) (not annualised):</b>						
	(a) Basic	(1.06)	0.47	0.00	0.22	0.10	0.60
	(b) Diluted	(1.06)	0.47	0.00	0.22	0.09	0.29
19.ii	<b>Earnings per share (after extraordinary items) (of `10/- each) (not annualised):</b>						
	(a) Basic	0.00	0.47	0.00	0.22	0.10	0.60
	(b) Diluted	0.00	0.47	0.00	0.22	0.09	0.29

Notes:  
1. The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the board of directors at their meeting on 30 May 2017.

2. The company has a single reportable segment, that of Telecom. Accordingly, Accounting Standard 17 (AS 17 – Segment Reporting) issued by ICAI / Company (Accounting Standards) Rules, 2006 is not applicable.

3. The Company has appealed against the Assessment order for a demand of Rs.6.28crs for the Assessment year 2012-13 and 2013-14 to CIT Appeals and Income Tax Appellate Tribunal.

4. The consolidated financial statements are prepared in accordance with the principles and procedures for the preparation and presentation of consolidated financial statements as set out in the Accounting Standard on Consolidated Financial Statements of the Companies (Accounting Standards) Rules, 2006 (as amended). All inter-company accounts are eliminated on consolidation.

5. Pursuant to the provisions of the SEBI Listing Regulations, an extract of standalone & consolidated financial results is being published in the newspapers. The standalone and consolidated audited financial results will be made available on the company's website i.e. at <http://megasoft.com/investor-services.html> and also on the websites of the stock exchanges i.e. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)



For Megasoft Limited

GV KUMAR



# Megasoft Limited

Registered Office: #85, Kulchery Road, Mylapore, Chennai, India - 600 004

Corporate Office - Block 'A' Wing 1, Level 5 & 6, Cyber Gateway, Madhapur, Hyderabad - 500081 Telangana, India

## Audited Financial Results For The Quarter and Year Ended On 31st March, 2017

CIN: L72200TN1999PLC042730, Phone: +91-44-24616768 Fax: +91-44-24617810, Email: investors@megasoft.com

Part II

(\*) In Lacs

### Statement of Assets and Liabilities

Standalone/Consolidated Statement of Assets and Liabilities	Standalone		Consolidated	
	Year Ended 31/03/2017	Year ended 31/03/2016	Year ended 31/03/2017	Year Ended 31/03/2016
<b>Particulars</b>				
<b>A. EQUITY AND LIABILITIES</b>				
<b>1. Shareholder's Fund</b>				
(a) Share Capital	4,427	4,427	4,427	4,427
(b) Reserves and surplus	10,197	10,090	8,732	8,359
(c) Money received against Share warrants				
<b>Sub-total-Shareholder's funds</b>	<b>14,624</b>	<b>14,517</b>	<b>13,159</b>	<b>12,786</b>
<b>2. Share application money pending allotment</b>				
<b>3. Minority interest*</b>	-	-	-	-
<b>4. Non-current liabilities</b>				
(a) Long-term Borrowings	-	-	-	-
(b) Deferred tax liabilities (net)	-	29	-	29
(c) Other Long term Liabilities				
(d) Long term provisions	181	156	181	156
<b>Sub-total-Non-current liabilities</b>	<b>181</b>	<b>185</b>	<b>181</b>	<b>185</b>
<b>5. Current Liabilities</b>				
(a) Short term borrowings	1,603	1,671	4,598	9,810
(b) Trade Payables	1,415	1,466	2,889	3,188
(c) Other Current Liabilities	4,983	248	6,475	2,131
(d) Short term Provisions	109	92	109	91
<b>Sub-total-Current Liabilities</b>	<b>8,110</b>	<b>3,477</b>	<b>14,071</b>	<b>15,220</b>
<b>TOTAL-EQUITY AND LIABILITIES</b>	<b>22,915</b>	<b>18,179</b>	<b>27,411</b>	<b>28,191</b>
<b>B. ASSETS</b>				
<b>1. Non-current assets</b>				
(a) Fixed assets	5,464	6,053	8,529	9,216
(b) Goodwill on consolidation*	-	-	10,158	10,158
(c) Non-current investments	5,617	5,617	-	-
(d) Deferred tax assets (Net)	32	-	32	-
(e) Long-term loans and advances	-	-	-	-
(f) Other non-current assets	-	-	-	-
<b>Sub-total-non-current assets</b>	<b>11,113</b>	<b>11,670</b>	<b>18,719</b>	<b>19,374</b>
<b>2. Current assets</b>				
(a) Current investments	-	-	-	-
(b) Inventories	-	-	-	-
(c) Trade receivables	3,611	3,275	6,317	6,501
(d) Cash and cash equivalents	73	253	116	514
(e) Short-term loans and advances	8,118	2,981	2,259	1,802
(f) Other current assets	-	-	-	-
<b>Sub-total-Current assets</b>	<b>11,802</b>	<b>6,509</b>	<b>8,692</b>	<b>8,817</b>
<b>Total-Assets</b>	<b>22,915</b>	<b>18,179</b>	<b>27,411</b>	<b>28,191</b>

Date: 30.05.2017

Place: Hyderabad





**Srikanth & Shanthi Associates**  
New No.17, Old No.9, 1st floor  
Desika Road Chennai 600004  
Tele/Fax: +91-44-24662419/42108419

**TN Rajendran & Co.**  
New No.2, Old No.25, 1st Floor  
Chengalvarayan Street, Shenoy Nagar,  
Chennai 600030, Tel: 91-44-26640640

**Chartered Accountants**

**Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
Board of Directors of Megasoft Limited

We have audited the quarterly financial results of Megasoft Limited for the quarter ended 31<sup>st</sup> March 2017 and the year to date results for the period 01<sup>st</sup> April 2016 to 31<sup>st</sup> March 2017 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net profit/ loss and other financial information for the quarter ended 31<sup>st</sup> March 2017 and the year to date results for the period 01<sup>st</sup> April 2016 to 31<sup>st</sup> March 2017.

**For M/S Srikanth & Shanthi Associates**  
Chartered Accountants [FRN 004006S]



MC Srikanth [M.No. 018588]

Place: Hyderabad

Date: 30 May, 2017

**For M/S T N Rajendran & Co.**  
Chartered Accountants [FRN 005080S]



T N Rajendran [M.No. 028778]

**Srikanth & Shanthi Associates**

New No.17, Old No.9, 1st floor  
Desika Road Chennai 600004  
Tele/Fax: +91-44-24662419/42108419

**TN Rajendran & Co.**

New No.2, Old No.25, 1st Floor  
Chengalvarayan Street, Shenoy Nagar,  
Chennai 600030, Tel: 91-44-26640640

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**Chartered Accountants**

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**Auditor's Report on Consolidated Quarterly Financial Results and Consolidated Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
Board of Directors of Megasoft Limited

We have audited the Consolidated financial results of Megasoft Limited for the quarter ended 31 March 2017 and the Consolidated year to date results for the period 1 April 2016 to 31 March 2017 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These Consolidated quarterly financial results as well as Consolidated the year to date financial results have been prepared on the basis of the Consolidated interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these Consolidated financial results based on our audit of such Consolidated interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of Three subsidiaries included in the consolidated quarterly financial results and consolidated year to date results, whose consolidated interim financial statements reflect total assets of 71.39 lakhs as at 31<sup>st</sup> March 2017 (year to date) and 71.39 lakhs as at the quarter ended 31<sup>st</sup> March 2017 (date of quarter end); as well as the total revenue of 52.30 lakhs as at 31<sup>st</sup> March 2017 and 17.06 lakhs as at the quarter ended as at 31<sup>st</sup> March 2017. These interim financial statements and other financial information have been audited by other auditors whose report(s) has been furnished to us, and our opinion on the quarterly financial results and the year to date results, to the extent they have been derived from such interim financial statements is based solely on the report of such other auditors.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the consolidated net profit/ loss and other financial information for the quarter ended 31<sup>st</sup> March 2017 and the consolidated year to date results for the period 1 April 2016 to 31 March 2017.

**For M/S Srikanth & Shanthi Associates**  
Chartered Accountants [FRN 004006S]



MC Srikanth [M.No. 018588]  
Partner

**For M/S T N Rajendran & Co.**  
Chartered Accountants [FRN 005080S]



T N Rajendran [M.No. 028778]  
Partner

Place: Hyderabad

Date: 30 May, 2017

**Srikanth & Shanthi Associates**  
New No.17, Old No.9, 1st floor  
Desika Road Chennai 600004  
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New No.2, Old No.25, 1st Floor  
Chengalvarayan Street, Shenoy Nagar,  
Chennai 600030, Tel: 91-44-26640640

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**Chartered Accountants**

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**BSE Limited**  
Phiroze JeeJee Bhoy Towers  
Dalal Street, Fort  
Mumbai 400001

**National Stock Exchange of India Limited**  
Exchange Plaza  
Bandra-Kurla Complex, Bandra(E)  
Mumbai 400051

Scrip Code: 532408

Symbol: MEGASOFT

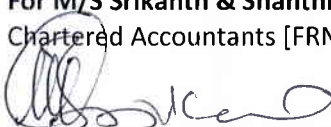
Dear Sirs,

**Sub: Declaration with respect to audit report with unmodified opinion for the financial year ended 31<sup>st</sup> March, 2017.**

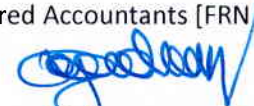
**Ref: SEBI Circular No. CIR/CFD/56/2016 dated May 27, 2016**

Pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations & Disclosure Requirements), 2015, we hereby confirm and declare that the Statutory Auditors of the Company i.e. M/S Srikanth & Shanthi Associates and M/S T N Rajendran & Co. have submitted the auditor's report on Standalone and Consolidated Financial results for the fourth quarter ended 31<sup>st</sup> March, 2017 with unmodified opinion.

**For M/S Srikanth & Shanthi Associates**  
Chartered Accountants [FRN 004006S]

  
MC Srikanth [M.No. 018588]

**For M/S T N Rajendran & Co.**  
Chartered Accountants [FRN 005080S]

  
T N Rajendran [M.No. 028778]

Place: Hyderabad  
Date: 30 May, 2017