



MEGASOFT LIMITED

CIN : L72200TN1999PLC042730

6-3-1192/2/1, Kundanbagh, Begumpet

Hyderabad - 500 016. India.

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

website : www.megasoft.com

Date: 11.08.2017

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: Outcome of the Board Meeting held on August 11, 2017

We refer to our letter dated August 04 2017 intimating you of the convening of the meeting of the Board of Directors of our company. In this regard, we wish to inform that the Board of Directors of our company met today & approved the following:

1. **Unaudited Financial Results for the quarter ended on June 30, 2017:** Unaudited Financial Results of the Company for the quarter ended June 30, 2017 in the format prescribed under Regulation 33 of the SEBI (LODR) Regulations, 2015 and pursuant to SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. In this connection we enclose the following:
 - a. Standalone Unaudited Financial Results for the quarter June 30, 2017
 - b. Consolidated Unaudited Financial Results for the quarter June 30, 2017
 - c. Auditors' Limited Review Report

Pursuant to Regulation 47 of the SEBI (LODR) Regulations, 2015 and abovementioned SEBI circular, we would be publishing an extract of the financial results in the prescribed format in English and Tamil Newspapers within the stipulated time. However the financial results (Standalone & Consolidated) would be available on the website of the Company i.e. at <http://megasoft.com/investor-services.html> and also on the websites of the stock exchanges i.e. www.bseindia.com and www.nseindia.com

We further wish to inform that the meeting of the Board of Directors of the company commenced at 11.00am and concluded at 4.00pm

Kindly take the information on record.

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

Unaudited Financial Results For The Quarter Ended On June 30, 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		Quarter Ended On	
	30/06/2017 (Unaudited)	30/06/2016 (Unaudited) not subject to limited review	30/06/2017 (Unaudited)	30/06/2016 (Unaudited) not subject to limited review	
I	Revenue from Operations	460.73	651.00	1,562.47	1,450.00
II	Other Income	34.02	27.30	34.02	29.23
III	Total Revenue (I + II)	494.75	678.30	1,596.49	1,479.23
IV	Expenses:				
a	Cost of materials consumed	80.00	-	387.65	63.00
b	Purchases of Stock-in-Trade	-	-	-	-
c	Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	-	-	-	-
d	Employee benefits expense	399.07	357.00	517.33	472.00
e	Finance costs	73.49	66.97	123.41	199.97
f	Depreciation and amortisation expense	20.00	12.00	123.01	164.00
g	Other expenses	164.60	205.93	417.31	545.85
	Total Expenses (IV)	737.16	641.90	1,568.71	1,444.82
V	Profit/ (Loss) before exceptional items and tax (III - IV)	-242.41	36.40	27.78	34.41
VI	Exceptional items	-	-	-	-
VII	Profit/ (Loss) after exceptional items and tax (V - VI)	-242.41	36.40	27.78	34.41
VIII	Tax expense:				
a	Current tax	-	11.00	-	11.00
b	Deferred tax	-	-	-	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)	-242.41	25.40	27.78	23.41
X	Profit/(loss) from discontinued operations	-	-	-	-
XI	Tax expense of discontinued operations	-	-	-	-
XII	Profit/(loss) from Discontinuing operations (after tax) (X-XI)	-	-	-	-
XIII	Profit (Loss) for the period (XI + XII)	-242.41	25.40	27.78	23.41
XIV	Other Comprehensive Income				
	A 1. Items that will not be reclassified to profit or loss:	-	-	-	-
	2. Income tax relating to these items	-	-	-	-
	B. 1. Items that will be reclassified to profit or loss:	-	-	-	-
	2. Income tax relating to these items	-	-	-	-
XV	Total Comprehensive income for the year (XIII + XIV)	-242.41	25.40	27.78	23.41
a	Paid-up equity share capital	4,427	4,427	4,427	4,427
b	(face value of the share shall be indicated)	10	10	10	10
XVI	Earnings per equity share:				
a	Basic	-0.55	0.06	0.06	0.05
b	Diluted	-0.55	0.06	0.06	0.05

For Megasoft Limited



G.V. Kumar
GV KUMAR
CEO & Managing Director

Date: 11.08.2017

Place: Hyderabad

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED ALONG FOR THE QUARTER ENDED ON 30 JUNE 2017

Part II	Particulars	(Rs) In Lacs			
		Standalone		Consolidated	
		Quarter Ended On		Quarter Ended On	
	30/06/2017 (Unaudited)	30/06/2016 (Unaudited)	30/06/2017 (Unaudited)	30/06/2016 (Unaudited)	
1. SEGMENT REVENUE					
(net sale/income from each segment should be disclosed under this head)					
(a) Segment – A	353.75	678.30	1,455.49	1,479.23	
(b) Segment – B	141.00	-	141.00	-	
Total	494.75	678.30	1,596.49	1,479.23	
Less: Inter segment Revenue					
Net sales/income from Operations					
2 SEGMENT RESULTS					
((Profit)(+)/ Loss (-) before tax and interest from Each segment)#					
(a) Segment – A	-185.90	89.97	134.21	220.97	
(b) Segment – B	18.00	-	18.00	-	
Total					
Less: i) Interest**	73.49	66.97	123.41	199.97	
ii) Other Un-allocable Expenditure net off	20.43	21.23	20.43	21.23	
(iii) Un-allocable income Total	21.45	18.83	21.45	18.82	
Profit Before Tax	-242.41	25.40	27.78	23.41	
3 CAPITAL EMPLOYED (Segment assets – Segment Liabilities)					
(a) Segment – A	-	-	-	-	
(b) Segment – B	-	-	-	-	
Total					

Note on Segment information

Assets and liabilities used in the company's business are not identified to any of the reportable segments, as these are used interchangeably between the segments. Management believes that it is not practicable to provide segment disclosures relating to total assets & liabilities since a meaningful segregation of the available data is onerous



Notes:

1. The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the board of directors at their meeting on 11 August 2017.

2. The company has the following segments

Segment A – Telecom

Segment B - Services.

The segment results have been disclosed in accordance applicable SEBI (LODR) Regulations, 2015

3. In compliance to the Ministry of corporate Affairs (MCA) Notification dated February 16, 2015, announcing the Companies (Indian Accounting Standards) Rules 2015, the company has prepared its financial statements adopting the IND AS with effect from April 1, 2017 based on the SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

The company has presented the results for the previous period under Ind AS, the reconciliation of net profit is provided as below for the previous quarter in accordance with the requirements of paragraph 32 of Ind AS 101 – First time adoption of Ind AS

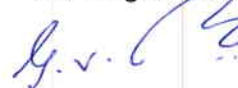
Particulars	Standalone Quarter ended on 30/06/2016	Consolidated Quarter ended on 30/06/2016
Profit after tax as per IGAAP reported earlier	23.00	21.00
Add: Ind AS adjustments during the period	2.40	2.40
Net profit after tax under Ind AS	25.40	23.41

3. The Ind AS financial results for the quarter ended 30 June 2016 have not been subjected to Limited review or audit. However management has exercised necessary diligence to ensure financial results provide true & fair view of the results in accordance with Ind AS.

4. 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 and www.nseindia.com



For Megasoft Limited



GV KUMAR
CEO & Managing Director

Date: 11.08.2017

Place: Hyderabad

Partners:

N.C. SUNDARARAJAN, F.C.A.
G.N. GOPALARATHNAM, B.Sc., F.C.A., DISA
V. ANANTHARAMAN, B.Com., F.C.A.
M.V. RENGARAJAN, N.D.COM., F.C.A.



SUMITHRA RAVICHANDRAN, B.Sc., F.C.A.
N.C. VIJAYKUMAR, B.Com., F.C.A., DISA
V. CHANDRASEKARAN, B.Com., F.C.A.
N. SUNDAR, B.Sc., F.C.A., DISA
ARJUN .S, B.Com., A.C.A.

Ref:

Date:

Limited Review Report On Standalone Quarterly Financial Results of the Company
Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015

To
The Board of Directors of Megasoft Limited

We have reviewed the accompanying statement of Standalone Unaudited Financial Results of Megasoft Limited ('The Company') for the Quarter ended 30 June 2017 ('the statement') attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (LODR) Regulations, 2015 as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. Attention is drawn to the fact that the figures for the corresponding quarter ended 30th June, 2016 including the reconciliation of net profit reported under the IND AS with the net profit reported under previous GAAP for the said quarter have not been reviewed by us.

This statement is the responsibility of the Company's Management and has been approved by the Board of the Directors. Our responsibility is to issue a report on the statement based on our review

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting Standards (Ind As) prescribed under section 133 of the companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognized accounting practices and principles, has not disclosed the information



N.C. RAJAGOPAL & CO.,
CHARTERED ACCOUNTANTS



22, V. KRISHNASWAMY AVENUE,
LUZ CHURCH ROAD, MYLAPORE,
CHENNAI - 600 004.

Partners:

N.C. SUNDARARAJAN, F.C.A.
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V. ANANTHARAMAN, B.Com., F.C.A.
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ARJUN .S, B.Com., A.C.A.

Ref :

Date:

required to be disclosed in terms of Regulation 33 of the SEBI (LODR) Regulations, 2015 read with its relevant circulars and SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For N.C.Rajagopal & Co.,
Chartered Accountants
Firm Reg: 003398S




Arjun S
(Partner)

M.No. 230448

Place: Hyderabad
Date: 11-08-2017

Partners:

N.C. SUNDARARAJAN, F.C.A.
G.N. GOPALARATHNAM, B.Sc., F.C.A., DISA
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Ref:

Date:

Limited Review Report On Consolidated Quarterly Financial 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 reviewed the accompanying statement of Consolidated Unaudited Financial Results of Megasoft Limited ('The Company') for the Quarter ended 30th June 2017 ('the statement') attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. Attention is drawn to the fact that the figures for the corresponding quarter ended 30th June, 2016 including the reconciliation of net profit reported under the IND AS with the net profit reported under the previous GAAP for the said quarter have not been reviewed by us. These consolidated quarterly financial results have been prepared from consolidated interim financial statements, which are the responsibility of the company's management. Our responsibility is to issue a report on the statement based on our review 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 (Ind AS 34), mandated 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 review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

These interim financial statements and other financial information of foreign subsidiaries have been considered based on unaudited financial statements.



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Ref:

Date:

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting Standards (Ind As) prescribed under section 133 of the companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognized accounting practices and principles, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (LODR) Regulations, 2015 read with its relevant circulars and SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For N.C.Rajagopal & Co.,
Chartered Accountants
Firm Reg: 0033985


Arjun S
(Partner)



M.No. 230448

Place: Hyderabad
Date: 11-08-2017