



## 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

Date: 13.11.2018

### 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 November 13, 2018

We refer to our letter dated November 05, 2018 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 Unaudited Financial Results of the Company for the quarter and half year ended September 30, 2018 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

- Standalone Unaudited Financial Results for the quarter and half year ended September 30,
- Auditors' Limited Review Report on above standalone unaudited financial results
- Consolidated Unaudited Financial Results for the quarter and half year ended September 30,
- Auditors' Limited Review Report on above consolidated, unaudited financial results.

Further, at the said Board Meeting CS Srivalli Susarla (Ms) was appointed as Company Secretary and Compliance Officer of the Company in place of CS Nithisha N (Ms) who resigned from the said office.

Pursuant to Regulation 47 of the SEBI (LODR) Regulations, 2015 and above mentioned 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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)

We further wish to inform that the Meeting of the Board of Directors of the company commenced at 10:00 a.m. and concluded at 4:45 p.m.

Kindly take the information on record.

For MEGASOFT LIMITED

G.V. Kumar  
Managing Director & CEO





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: 13/11/2018

**Limited Review Report On Standalone Quarterly and Half Yearly 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 and half year ended 30 September 2018 ('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.

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.

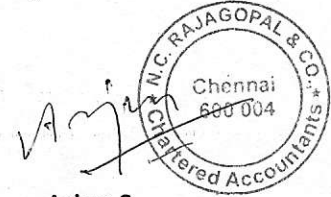
We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to 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 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: 13-11-2018

FINAL



# 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 and Six Months Ended On September 30,2018**

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

Part I

(Rs) In Lakhs

	Particulars	Standalone					
		Quarter Ended			Year to date		Year ended
		30/09/2018 (Unaudited)	30/06/2018 (Unaudited)	30/09/2017 (Unaudited)	30/09/2018 (Unaudited)	30/09/2017 (Unaudited)	31/03/2018 (Audited)
I	Revenue from Operations	304.21	358.69	292.94	662.90	753.67	2,851.34
II	Other Income	119.42	165.94	21.94	285.36	55.96	99.13
III	<b>Total Revenue (I + II)</b>	<b>423.63</b>	<b>524.63</b>	<b>314.88</b>	<b>948.26</b>	<b>809.63</b>	<b>2,950.47</b>
IV	Expenses:						
a	Cost of materials consumed	3.84	8.82	-	12.66	80.00	899.22
b	Purchases of Stock-in-Trade	-	-	-	-	-	-
c	Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	-	-	-	-	-	-
d	Employee benefits expense	321.97	329.83	397.55	651.80	796.62	1,588.50
e	Finance costs	83.04	80.48	83.68	163.52	157.17	322.83
f	Depreciation and amortisation expense	11.68	11.28	20.53	22.96	40.53	65.89
g	Other expenses	235.47	152.74	175.63	388.21	340.23	628.23
	<b>Total Expenses (IV)</b>	<b>656.00</b>	<b>583.15</b>	<b>677.39</b>	<b>1,239.15</b>	<b>1,414.55</b>	<b>3,504.67</b>
V	<b>Profit/ (Loss) before exceptional items and tax (III - IV)</b>	<b>(232.37)</b>	<b>(58.52)</b>	<b>(362.51)</b>	<b>(290.89)</b>	<b>(604.92)</b>	<b>(554.20)</b>
VI	Exceptional items	-	-	-	-	-	-
VII	<b>Profit/ (Loss) after exceptional items and before tax (V - VI)</b>	<b>(232.37)</b>	<b>(58.52)</b>	<b>(362.51)</b>	<b>(290.89)</b>	<b>(604.92)</b>	<b>(554.20)</b>
VIII	Tax expense:						
a	Current tax	-	-	-	-	-	-
b	Deferred tax	-	-	-	-	-	(60.23)
IX	<b>Total tax expenses</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(60.23)</b>
X	Net movement in regulatory deferral account balances related to profit or loss and the related deferred tax movement	-	-	-	-	-	-
XI	<b>Profit (Loss) for the period from continuing operations (VII-IX+X)</b>	<b>(232.37)</b>	<b>(58.52)</b>	<b>(362.51)</b>	<b>(290.89)</b>	<b>(604.92)</b>	<b>(493.97)</b>
XII	Profit/(loss) from discontinued operations	-	-	-	-	-	-
XIII	Tax expense of discontinued operations	-	-	-	-	-	-



XIV	Profit/(loss) from Discontinued operations (after tax) (XII-XIII)	-	-	-	-	-	-
XV	Share of profit (loss) of associates and joint ventures accounted for using equity method	-	-	-	-	-	-
XVI	<b>Profit (Loss) for the period (XI + XIV+XV)</b>	<b>(232.37)</b>	<b>(58.52)</b>	<b>(362.51)</b>	<b>(290.89)</b>	<b>(604.92)</b>	<b>(493.97)</b>
XVII	<b>Other Comprehensive Income</b>						28.13
	<b>A 1. Items that will not be reclassified to profit or loss:</b>						28.13
	2. Income tax relating to these items						
	<b>B. 1. Items that will be reclassified to profit or loss:</b>						
	2. Income tax relating to these items						
XVIII	<b>Total Comprehensive income for the year (XVI+XVII)</b>	<b>(232.37)</b>	<b>(58.52)</b>	<b>(362.51)</b>	<b>(290.89)</b>	<b>(604.92)</b>	<b>(465.84)</b>
XIX	<b>Total profit or loss, attributable to</b>						-
	Profit/loss attributable to owners of parent						-
	Total profit/loss attributable to non-controlling interests						-
XX	<b>Total Comprehensive income for the period attributable to</b>						-
	Comprehensive income for the period attributable to owners of parent						-
	Total comprehensive income for the period attributable to owners of parent non-controlling interests						-
XXI	<b>Details of equity share capital</b>						
a	Paid-up equity share capital	4,427.00	4,427.00	4,427.00	4,427.00	4,427.00	4,427.00
b	(face value of the share shall be indicated)	10.00	10.00	10.00	10.00	10.00	10.00
XXII	<b>Details of debt securities</b>	-	-	-	-	-	-
XXIII	<b>Reserves excluding revaluation reserve</b>	9,443.75	9,676.09	9,588.07	9,443.75	9,588.07	9,674.38
XXIV	<b>Debenture redemption reserve</b>	-	-	-	-	-	-
XXV	<b>Earnings per share:</b>						
a	<b>Earnings per equity share for continuing operations</b>						
	Basic earnings (loss) per share from continuing operations	(0.52)	(0.13)	(0.82)	(0.66)	(1.37)	(1.06)
	Diluted earnings (loss) per share from continuing operations	(0.52)	(0.13)	(0.82)	(0.66)	(1.37)	(1.06)
b	<b>Earnings per equity share for discontinued operations</b>						
	Basic earnings (loss) per share from discontinued operations						



	Diluted earnings (loss) per share from discontinued operations							
<b>c</b>	<b>Earnings per equity share</b>							
	Basic earnings (loss) per share from continuing and discontinued operations	(0.52)	(0.13)	(0.82)	(0.66)	(1.37)	(1.06)	
	Diluted earnings (loss) per share from continuing and discontinued operations	(0.52)	(0.13)	(0.82)	(0.66)	(1.37)	(1.06)	
<b>XXVI</b>	<b>Disclosure of notes on financial results</b>							

For Megasoft Limited



*G.V. Kumar*

**GV KUMAR**

CEO & Managing Director

Date : 13.11.2018

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: 13/11/2018

**Limited Review Report On Consolidated Quarterly and Half Yearly 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 consolidated financial results of Megasoft Limited for the quarter and half year ended 30 September 2018 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. These consolidated 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.

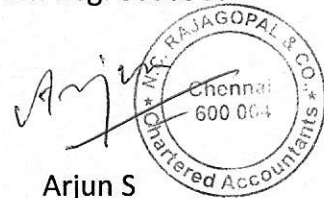
We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to 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 provided by the Management.



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: 003398S

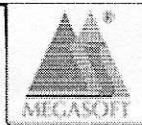


Arjun S  
(Partner)  
M.No. 230448

Place: Hyderabad  
Date: 13-11-2018



FINAL



## 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 and Six Months Ended on September 30, 2018

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

Part II

(Rs) In Lakhs

Particulars	Consolidated					
	Quarter Ended			Year to date		Year ended
	30/09/2018 (Unaudited)	30/06/2018 (Unaudited)	30/09/2017 (Unaudited)	30/09/2018 (Unaudited)	30/09/2017 (Unaudited)	31/03/2018 (Audited)
I Revenue from Operations	1,417.01	1,409.00	1,631.09	2,826.01	3,193.56	6,625.94
II Other Income	121.13	165.94	21.94	287.07	55.96	99.13
III Total Revenue (I + II)	1,538.14	1,574.94	1,653.03	3,113.08	3,249.52	6,725.07
IV Expenses:						
a Cost of materials consumed	452.49	445.50	602.37	897.99	990.02	2,158.34
b Purchases of Stock-in-Trade	-	-	-	-	-	-
c Changes in inventories of finished goods, Stock-in-Trade and work-in-	-	-	-	-	-	-
d Employee benefits expense	496.18	497.40	501.32	993.58	1,018.65	2,045.82
e Finance costs	148.16	140.49	135.47	288.64	258.88	519.87
f Depreciation and amortisation exp	96.39	92.27	123.65	188.66	246.66	431.16
g Other expenses	391.78	346.75	367.13	738.53	784.44	1,460.98
Total Expenses (IV)	1,585.00	1,522.41	1,729.94	3,107.40	3,298.65	6,616.17
V Profit/ (Loss) before exceptional items and tax (III - IV)	(46.86)	52.53	(76.91)	5.68	(49.13)	108.90
VI Exceptional items	-	-	-	-	-	-
VII Profit/ (Loss) after exceptional items and before tax (V - VI)	(46.86)	52.53	(76.91)	5.68	(49.13)	108.90
VIII Tax expense:						
a Current tax	-	-	-	-	-	-
b Deferred tax	-	-	-	-	-	(60.23)
IX Total tax expenses	-	-	-	-	-	(60.23)
X Net movement in regulatory deferral account balances related to profit or loss and the related deferred tax movement						
XI Profit (Loss) for the period from continuing operations (VII-IX+X)	(46.86)	52.53	(76.91)	5.68	(49.13)	169.13
XII Profit/(loss) from discontinued operations	-	-	-	-	-	-
XIII Tax expense of discontinued operations	-	-	-	-	-	-
XIV Profit/(loss) from Discontinued operations (after tax) (XII-XIII)	-	-	-	-	-	-
XV Share of profit (loss) of associates and joint ventures accounted for using equity method	-	-	-	-	-	-
XVI Profit (Loss) for the period (XI + XIV+XV)	(46.86)	52.53	(76.91)	5.68	(49.13)	169.13
XVII Other Comprehensive Income						28.13
A 1. Items that will not be reclassified to profit or loss:						



	<b>B. 1. Items that will be reclassified to profit or loss:</b>						
	2. Income tax relating to these items						
XVIII	<b>Total Comprehensive income for the year (XVI+XVII)</b>	(46.86)	52.53	(76.91)	5.68	(49.13)	197.26
XIX	<b>Total profit or loss, attributable to</b>						
	Profit/loss attributable to owners of parent						
	Total profit/loss attributable to non-controlling interests						
XX	<b>Total Comprehensive income for the period attributable to</b>						
	Comprehensive income for the period attributable to owners of parent						
	Total comprehensive income for the period attributable to owners of parent non-controlling interests						
XXI	<b>Details of equity share capital</b>						
a	Paid-up equity share capital	4,427.00	4,427.00	4,427.00	4,427.00	4,427.00	4,427.00
b	(face value of the share shall be indicated)	10.00	10.00	10.00	10.00	10.00	10.00
XXII	<b>Details of debt securities</b>						
XXIII	Reserves excluding revaluation reserve	9,639.68	9,247.93	8,925.00	9,639.68	8,925.00	9,101.04
XXIV	Debenture redemption reserve						
XXV	<b>Earnings per share:</b>						
a	<b>Earnings per equity share for continuing operations</b>						
	Basic earnings (loss) per share from continuing operations	(0.10)	0.12	(0.18)	0.01	(0.11)	0.45
	Diluted earnings (loss) per share from continuing operations	(0.10)	0.12	(0.18)	0.01	(0.11)	0.45
b	<b>Earnings per equity share for discontinued operations</b>						
	Basic earnings (loss) per share from discontinued operations						
	Diluted earnings (loss) per share from discontinued operations						
c	<b>Earnings per equity share</b>						
	Basic earnings (loss) per share from continuing and discontinued operations	(0.10)	0.12	(0.18)	0.01	(0.11)	0.45
	Diluted earnings (loss) per share from continuing and discontinued operations	(0.10)	0.12	(0.18)	0.01	(0.11)	0.45
XXVI	<b>Disclosure of notes on financial results</b>						
							For Megasoft Limited
							GV KUMAR
							CEO & Managing Director
Date : 13.11.2018							
Place: Hyderabad							



NOTES:

FINAL

# 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 and Half year ended on September 30, 2018

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

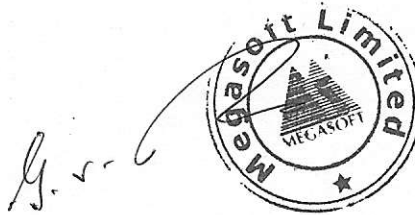
(Rs) In Lakhs

## Unaudited Financial Statement of Asset and Liabilities

Particulars	Standalone		Consolidated	
	As at 30.09.2018	As at 31.03.2018	As at 30.09.2018	As at 31.03.2018
<b>Assets</b>				
<b>1 Non-current assets</b>				
Property, plant and equipment	1,193.62	1,274.15	4,222.32	3,951.08
Capital work-in-progress	6,081.40	5,761.40	6,081.40	5,761.40
Investment property				
Goodwill				
Other intangible assets			10,157.50	10,157.50
Intangible assets under development				
Biological assets other than bearer plants				
Investments accounted for using equity method				
<b>Non-current financial assets</b>				
Non-current investments	5,617.08	5,617.08	-	
Loans				
Trade receivables, non-current				
Other non-current financial assets	119.08	113.52	119.08	113.52
<b>Total non-current financial assets</b>	<b>13,011.18</b>	<b>12,766.15</b>	<b>20,580.30</b>	<b>19,983.50</b>
Deferred tax assets (net)	91.74	91.73	91.74	91.74
Other non-current assets	17.22	22.95	17.21	22.95
<b>Total non-current assets</b>	<b>13,120.14</b>	<b>12,880.83</b>	<b>20,689.25</b>	<b>20,098.19</b>
<b>2 Current assets</b>				
Inventories				
<b>Current financial asset</b>				
Current investments				
Trade receivables, current	4,593.92	4,750.18	6,970.98	7,461.41
Cash and cash equivalents	0.16	8.83	0.16	61.54
Bank balance other than cash and cash equivalents	87.17	28.30	105.90	28.30
Loans, current				
Other current financial assets				
<b>Total current financial assets</b>	<b>4,681.25</b>	<b>4,787.31</b>	<b>7,077.04</b>	<b>7,551.25</b>
Current tax assets (net)	454.57	454.57	454.57	454.57
Other current assets	7,110.71	7,115.87	1,761.12	1,578.96
<b>Total current assets</b>	<b>12,246.53</b>	<b>12,357.75</b>	<b>9,292.73</b>	<b>9,584.78</b>
<b>3 Non-current assets classified as held for sale</b>				
<b>4 Regulatory deferral account debit balances and related deferred tax Assets</b>				
<b>Total assets</b>	<b>25,366.67</b>	<b>25,238.58</b>	<b>29,981.98</b>	<b>29,682.97</b>
<b>Equity and liabilities</b>				
<b>1 Equity</b>				
<b>Equity attributable to owners of parent</b>				
Equity share capital	4,426.73	4,426.73	4,426.73	4,426.73
Other equity	9,443.75	9,734.61	9,639.68	9,101.05
<b>Total equity attributable to owners of parent</b>	<b>13,870.48</b>	<b>14,161.34</b>	<b>14,066.41</b>	<b>13,527.78</b>



1. The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the Board of Directors at their meeting on 13 November 2018.
2. The Company has a single reportable segment, that of telecom and has been disclosed in accordance with SEBI (LODR) regulation, 2015.
3. Previous periods' figures have been rearranged wherever necessary to conform to the current period classifications/ disclosures.
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 Unaudited financial results will be made available on the company's website i.e. at <http://megasoftware.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)



## **PROFILE OF CS SRIVALLI MANDA**

CS Srivalli Manda is a Fellow Member of the Institute of Company Secretaries of India. She has been a member of the institute since August 2011. She is also a Member of IMA, Institute of Management Accountants, USA and a semi qualified CA (ICAI). She has done her Post graduation in Business Management with specialization in Finance from American University of Hawaii.

Srivalli Manda was previously working as the Company Secretary of Pioneer Power Infra Limited since August 2011. She has around 7+ yrs of post qualification experience and overall 9+ yrs of experience in handling Secretarial matters.