

PART I - Statement of Consolidated Unaudited results for the quarter ended 31 March 2012				Rs lakhs	
	Particulars	Quarter ended	Previous Quarter ended	Corresponding quarter ended in the previous year	Previous accounting year ended
		31-Mar-2012	31-Dec-2011	31-Mar-2011	31-Dec-2011
		Unaudited	Audited	Unaudited	Audited
1	Net Sales / Income from Operations	3,008	3,574	4,006	15,037
2	Expenditure				
a	Employee benefits expense	1,325	1,465	1,478	5,781
b	Depreciation and Amortisation expense	301	359	321	1,290
c	Operating Expenses	997	1,300	1,277	5,200
	Total Expenditure	2,623	3,124	3,076	12,271
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	385	450	930	2,766
4	Other Income / (Expense)	114	692	(24)	721
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	499	1,142	906	3,487
6	Finance cost	216	245	259	978
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	283	897	647	2,509
8	Exceptional Items				
	Provision / write-off of debtors	--	595	--	698
9	Profit from ordinary activities before tax (7 + 8)	283	302	647	1,811
10	Taxes	2	28	5	61
11	Profit after tax (9 - 10)	281	274	642	1,750
12	Paid-up Equity Share Capital (Rs.10 per share)	4,427	4,427	4,427	4,427
13	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				16,992
14	Earnings per Share before / after extraordinary items (Rs) (not annualised)				
	Basic	0.64	0.62	1.45	3.95
	Diluted	0.62	0.60	1.45	3.87
PART II - Select information for the quarter ended 31 March 2012					
A PARTICULARS OF SHARE HOLDING					
1	Public Shareholding				
	Number of Shares	41,063,337	41,063,337	41,063,337	41,063,337
	Percentage of shareholding	92.76%	92.76%	92.76%	92.76%
2	Promoters and Promoter Group Shareholding				
a	Pledged / Encumbered				
	Number of Shares	941,870	941,870	1,891,870	941,870
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	29.40%	29.40%	59.05%	29.40%
	Percentage of Shares (as a % of the total share capital of the Co)	2.13%	2.13%	4.27%	2.13%
b	Non - encumbered				
	Number of Shares	2,262,086	2,262,086	1,312,086	2,262,086
	Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter group)	70.60%	70.60%	40.95%	70.60%
	Percentage of Shares (as a % of the total share capital of the Co)	5.11%	5.11%	2.96%	5.11%
B INVESTORS COMPLAINTS					
			Three Months ended 31 March 2012		
Pending at the beginning of the Quarter			0		
Received during the Quarter			2		
Disposed during the Quarter			2		
Remaining unresolved at the end of the Quarter			0		

PART I - Statement of Standalone Unaudited results for the quarter ended 31 March 2012				Rs lakhs	
	Particulars	Quarter ended	Previous Quarter ended	Corresponding quarter ended in the previous year	Previous accounting year ended
		31-Mar-2012	31-Dec-2011	31-Mar-2011	31-Dec-2011
		Unaudited	Audited	Unaudited	Audited
1	Net Sales / Income from Operations	1,242	1,220	1,334	5,008
2	Expenditure				
a	Personnel costs	784	794	836	3,289
b	Depreciation and Amortisation	84	94	111	409
c	Operating Expenses	231	197	121	652
	Total Expenditure	1,099	1,085	1,068	4,350
3	Profit from operations before other income, finance costs and exceptional items (1-2)	143	135	266	658
4	Other Income / (Expenses)	110	692	(8)	720
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	253	827	258	1,378
6	Finance cost	47	50	130	282
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	206	777	128	1,096
8	Exceptional Items	--	--	--	--
	Provision / write-off of debtors	--	383	--	486
9	Profit from ordinary activities before tax (7 + 8)	206	394	128	610
10	Taxes	2	25	5	58
11	Profit after tax (9 - 10)	204	369	123	552
12	Paid-up Equity Share Capital (Rs.10 per share)	4,427	4,427	4,427	4,427
13	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				12,530
14	Earnings per Share before / after extraordinary items (Rs) (not annualised)				
	Basic	0.46	0.83	0.28	1.25
	Diluted	0.45	0.82	0.28	1.22
PART II - Select information for the quarter ended 31 March 2012					
A PARTICULARS OF SHARE HOLDING					
1	Public Shareholding				
	Number of Shares	41,063,337	41,063,337	41,063,337	41,063,337
	Percentage of shareholding	92.76%	92.76%	92.76%	92.76%
2	Promoters and Promoter Group Shareholding				
a	Pledged / Encumbered				
	Number of Shares	941,870	941,870	1,891,870	941,870
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	29.40%	29.40%	59.05%	29.40%
	Percentage of Shares (as a % of the total share capital of the Co)	2.13%	2.13%	4.27%	2.13%
b	Non - encumbered				
	Number of Shares	2,262,086	2,262,086	1,312,086	2,262,086
	Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter group)	70.60%	70.60%	40.95%	70.60%
	Percentage of Shares (as a % of the total share capital of the Co)	5.11%	5.11%	2.96%	5.11%
B INVESTORS COMPLAINTS					
Three Months ended 31 March 2012					
	Pending at the beginning of the Quarter			0	
	Received during the Quarter			2	
	Disposed during the Quarter			2	
	Remaining unresolved at the end of the Quarter			0	

MEGASOFT LIMITED

No.85, Kutchery Road, Mylapore, Chennai 600004

**Notes :**

- 1 The 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, of the provisions of the Companies Act, 1956. All inter-company accounts are eliminated on consolidation.
- 2 Previous period figures have been regrouped, reclassified / rearranged wherever necessary to conform to current period's presentation.
- 3 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.
- 4 Other income / (expenses) include Net Exchange gain / (loss) during the period / year.
- 5 Taxes include current tax and deferred tax.
- 6 The Statutory Auditors have carried out a 'Limited Review' of the Company's results in terms of clause 41 of the Listing Agreement with the Stock Exchanges.
- 7 These results were taken on record by the Board of Directors at their Meeting held on 8 May 2012 after a review by the Audit Committee of the Company.
- 8 As per clause 41 of the Listing Agreement, the company has opted to publish Consolidated Financial Results. The standalone financial results of Megasoft Limited have been submitted to the stock exchanges and are available for perusal in the company's website at www.megasoft.com and in stock exchange's website of both BSE and NSE viz., www.bseindia.com and www.nseindia.com

The following are the particulars of the company (on standalone basis):

Rs lakhs

	Particulars	Quarter ended	Previous Quarter ended	Corresponding quarter ended in the previous year	Previous accounting year ended
		31-Mar-2012	31-Dec-2011	31-Mar-2011	31-Dec-2011
		Unaudited	Audited	Unaudited	Audited
a	Turnover	1,242	1,220	1,334	5,008
b	Profit / (Loss) before tax	206	394	128	610
c	Profit / (Loss) after tax	204	369	123	552

By Order of the Board
for MEGASOFT LIMITED

Place: Hyderabad
Date: 8 May 2012

GV Kumar
Managing Director