



## MEGASOFT LIMITED

No.85, Kutchery Road, Mylapore, Chennai 600004

### Consolidated Financial Results for the quarter and year ended 31 December 2012

Rs lakhs

	Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year ended	Previous year ended
		31-Dec-2012	30-Sep-2012	31-Dec-2011	31-Dec-2012	31-Dec-2011
		Audited	Unaudited	Audited	Audited	Audited
1	Net Sales / Income from Operations	2,938	2,668	3,574	11,540	15,037
<b>2</b>	<b>Expenditure</b>					
a	Employee benefits expense	1,071	1,299	1,465	5,047	5,781
b	Depreciation and Amortisation expense	306	317	359	1,233	1,290
c	Operating Expenses	1,263	1,048	1,300	4,324	5,200
	<b>Total Expenditure</b>	<b>2,640</b>	<b>2,664</b>	<b>3,124</b>	<b>10,604</b>	<b>12,271</b>
<b>3</b>	<b>Profit from operations before other income, finance costs and exceptional items (1 - 2)</b>	<b>298</b>	<b>4</b>	<b>450</b>	<b>936</b>	<b>2,766</b>
4	Other Income / (Expense)	119	(41)	692	306	721
<b>5</b>	<b>Profit from ordinary activities before finance costs and exceptional items (3 + 4)</b>	<b>417</b>	<b>(37)</b>	<b>1,142</b>	<b>1,242</b>	<b>3,487</b>
6	Finance cost	323	291	245	1,058	978
<b>7</b>	<b>Profit from ordinary activities after finance costs but before exceptional items (5 - 6)</b>	<b>94</b>	<b>(328)</b>	<b>897</b>	<b>184</b>	<b>2,509</b>
8	Exceptional Items Provision / write-off of debtors	20	--	595	20	698
9	Profit from ordinary activities before tax (7 - 8)	74	(328)	302	164	1,811
10	Taxes	45	(10)	28	47	61
<b>11</b>	<b>Profit after tax (9 - 10)</b>	<b>29</b>	<b>(318)</b>	<b>274</b>	<b>117</b>	<b>1,750</b>
12	Paid-up Equity Share Capital (Rs.10 per share)	4,427	4,427	4,427	4,427	4,427
13	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				16,958	16,992
14	Earnings per Share before extraordinary items for the period, for the year to date and for the previous year (Rs) (not annualised)					
	Basic	0.07	(0.73)	0.62	0.26	3.95
	Diluted	0.06	(0.71)	0.60	0.25	3.87
<b>PART II - Select information for the quarter ended 31 December 2012</b>						
<b>A PARTICULARS OF SHARE HOLDING</b>						
1	Public Shareholding					
	Number of Shares	41,063,337	41,063,337	41,063,337	41,063,337	41,063,337
	Percentage of shareholding	92.76%	92.76%	92.76%	92.76%	92.76%
2	Promoters and Promoter Group Shareholding					
a	Pledged / Encumbered					
	Number of Shares	941,870	941,870	941,870	941,870	941,870
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	29.40%	29.40%	29.40%	29.40%	29.40%
	Percentage of Shares (as a % of the total share capital of the Cor	2.13%	2.13%	2.13%	2.13%	2.13%
b	Non - encumbered					
	Number of Shares	2,262,086	2,262,086	2,262,086	2,262,086	2,262,086
	Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter group)	70.60%	70.60%	70.60%	70.60%	70.60%
	Percentage of Shares (as a % of the total share capital of the Cor	5.11%	5.11%	5.11%	5.11%	5.11%
<b>B INVESTORS COMPLAINTS</b>				<b>Three Months ended 31 December 2012</b>		
Pending at the beginning of the Quarter				0		
Received during the Quarter				3		
Disposed during the Quarter				3		
Remaining unresolved at the end of the Quarter				0		



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### Financial Results for the quarter and year ended 31 December 2012

Rs lakhs

	Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year ended	Previous year ended
		31-Dec-2012	30-Sep-2012	31-Dec-2011	31-Dec-2012	31-Dec-2011
		Audited	Unaudited	Audited	Audited	Audited
1	Net Sales / Income from Operations	1,135	1,023	1,220	4,616	5,008
2	<b>Expenditure</b>					
a	Employee benefits expense	737	570	794	2,902	3,289
b	Depreciation and Amortisation expense	82	89	94	340	409
c	Operating Expenses	366	305	197	1,169	652
	<b>Total Expenditure</b>	<b>1,185</b>	<b>964</b>	<b>1,085</b>	<b>4,411</b>	<b>4,350</b>
3	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)</b>	<b>(50)</b>	<b>59</b>	<b>135</b>	<b>205</b>	<b>658</b>
4	Other Income / (Expense)	108	(32)	692	310	720
5	<b>Profit from ordinary activities before finance costs and exceptional items (3 + 4)</b>	<b>58</b>	<b>27</b>	<b>827</b>	<b>515</b>	<b>1,378</b>
6	Finance cost	165	66	50	335	282
7	<b>Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)</b>	<b>(107)</b>	<b>(39)</b>	<b>777</b>	<b>180</b>	<b>1,096</b>
8	Exceptional Items					
	Provision / write-off of debtors	20	--	383	20	486
9	<b>Profit / (Loss) from ordinary activities before tax (7 - 8)</b>	<b>(127)</b>	<b>(39)</b>	<b>394</b>	<b>160</b>	<b>610</b>
10	Taxes	40	(10)	25	42	58
11	<b>Profit / (Loss) after tax (9 - 10)</b>	<b>(167)</b>	<b>(29)</b>	<b>369</b>	<b>118</b>	<b>552</b>
13	Paid-up Equity Share Capital (Rs.10 per share)	4,427	4,427	4,427	4,427	4,427
14	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				12,649	12,530
15	Earnings per Share before extraordinary items for the period, for the year to date and for the previous year (Rs) (not annualised)					
	Basic	(0.38)	(0.07)	0.83	0.27	1.25
	Diluted	(0.36)	(0.07)	0.82	0.26	1.22
<b>PART II - Select information for the quarter ended 31 December 2012</b>						
<b>A PARTICULARS OF SHARE HOLDING</b>						
1	Public Shareholding					
	Number of Shares	41,063,337	41,063,337	41,063,337	41,063,337	41,063,337
	Percentage of holding (to total holding)	92.76%	92.76%	92.76%	92.76%	92.76%
2	Promoters and Promoter Group Shareholding					
a	Pledged / Encumbered					
	Number of Shares	941,870	941,870	941,870	941,870	941,870
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	29.40%	29.40%	29.40%	29.40%	29.40%
	Percentage of Shares (as a % of the total share capital of the Company)	2.13%	2.13%	2.13%	2.13%	2.13%
b	Non - encumbered					
	Number of Shares	2,262,086	2,262,086	2,262,086	2,262,086	2,262,086
	Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter group)	70.60%	70.60%	70.60%	70.60%	70.60%
	Percentage of Shares (as a % of the total share capital of the Company)	5.11%	5.11%	5.11%	5.11%	5.11%
<b>B INVESTORS COMPLAINTS</b>						
				<b>Three Months ended 31 December 2012</b>		
Pending at the beginning of the Quarter				0		
Received during the Quarter				3		
Disposed during the Quarter				3		
Remaining unresolved at the end of the Quarter				0		



## MEGASOFT LIMITED

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Statement of Assets and Liabilities - Consolidated		Rs lakhs	
		31-Dec-2012	31-Dec-2011
Particulars		Audited	Audited
<b>EQUITY AND LIABILITIES</b>			
1	<b>Shareholders' Funds</b>		
a	Share Capital	4,427	4,427
b	Reserves & Surplus	16,958	16,992
	Sub-total - Shareholders' funds	21,385	21,419
2	<b>Non-Current liabilities</b>		
a	Long-term borrowings	22	32
b	Deferred tax liability (net)	54	32
c	Long-term provisions	126	101
	Sub-total - Non-current liabilities	202	165
3	<b>Current liabilities</b>		
a	Short-term borrowings	9,083	6,203
b	Trade payables	1,705	567
c	Other current liabilities	3,279	4,808
d	Short-term provisions	373	394
	Sub-total - Current liabilities	14,440	11,972
<b>TOTAL - EQUITY AND LIABILITIES</b>		<b>36,027</b>	<b>33,556</b>
<b>ASSETS</b>			
1	<b>Non-current Assets</b>		
a	Fixed Assets	10,760	11,426
b	Goodwill on consolidation	10,158	10,158
c	Non-current investments	1,212	1,212
	Sub-total - Non-current assets	22,130	22,796
2	<b>Current Assets</b>		
a	Sundry Debtors	6,488	5,124
b	Cash & Bank balances	1,951	847
c	Loans & Advances	5,458	4,789
	Sub-total - Current assets	13,897	10,760
<b>TOTAL - ASSETS</b>		<b>36,027</b>	<b>33,556</b>



## MEGASOFT LIMITED

No.85, Kutchery Road, Mylapore, Chennai 600004

Statement of Assets and Liabilities - Standalone		Rs lakhs	
		31-Dec-2012	31-Dec-2011
Particulars		Audited	Audited
<b>EQUITY AND LIABILITIES</b>			
1	<b>Shareholders' Funds</b>		
a	Share Capital	4,427	4,427
b	Reserves & Surplus	12,649	12,530
	Sub-total - Shareholders' funds	17,076	16,957
2	<b>Non-Current liabilities</b>		
a	Long-term borrowings	22	32
b	Deferred tax liability (net)	54	32
c	Long-term provisions	126	101
	Sub-total - Non-current liabilities	202	165
3	<b>Current liabilities</b>		
a	Short-term borrowings	4,170	1,425
b	Trade payables	95	170
c	Other current liabilities	414	282
d	Short-term provisions	373	390
	Sub-total - Current liabilities	5,052	2,267
<b>TOTAL - EQUITY AND LIABILITIES</b>		<b>22,330</b>	<b>19,389</b>
<b>ASSETS</b>			
1	<b>Non-current Assets</b>		
a	Fixed Assets	5,126	5,391
b	Non-current investments	6,856	1,302
	Sub-total - Non-current assets	11,982	6,693
2	<b>Current Assets</b>		
a	Sundry Debtors	5,468	4,485
b	Cash & Bank balances	201	109
c	Loans & Advances	4,679	8,102
	Sub-total - Current assets	10,348	12,696
<b>TOTAL - ASSETS</b>		<b>22,330</b>	<b>19,389</b>

Note: A part of the existing advance to a wholly owned subsidiary in the USA has been converted into capital during the year.



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### Notes :

- 1 These results were taken on record by the Board of Directors at their Meeting held on 23 February 2013 after a review by the Audit Committee of the Company.
- 2 The standalone financial results of Megasoft Limited have been submitted to the stock exchanges and are available for perusal in the company website at [www.megasoft.com](http://www.megasoft.com) and in stock exchange's website of both BSE and NSE viz., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)
- 3 Previous period figures have been regrouped, reclassified / rearranged wherever necessary to conform to current period's presentation.
- 4 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 material inter-company accounts are eliminated on consolidation.
- 5 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.
- 6 Other income / (expenses) include Net Exchange gain / (loss) during the period / year.
- 7 Taxes include current tax and deferred tax.
- 8 The following are the particulars of the company (on standalone basis):

	Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year ended	Previous year ended
		31-Dec-2012	30-Sep-2012	31-Dec-2011	31-Dec-2012	31-Dec-2011
		Audited	Unaudited	Audited	Audited	Audited
a	Turnover	1,135	1,023	1,220	4,616	5,008
b	Profit / (Loss) before tax	(127)	(39)	394	160	610
c	Profit / (Loss) after tax	(167)	(29)	369	118	552

- 9 The figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.

By Order of the Board  
for MEGASOFT LIMITED

Place: Hyderabad  
Date: 23 February 2013

GV Kumar  
Managing Director