



PART I - Statement of Consolidated Unaudited results for the quarter and six months ended 30 September 2015							Rs lakhs
Sl No	Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year to date figures for current period ended	Year to date figures for the previous year ended	Previous year ended
		30-Sep-2015	30-Jun-2015	30-Sep-2014	30-Sep-2015	30-Sep-2014	31-Mar-2015
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Net Sales / Income from Operations	1,430	1,415	2,061	2,845	4,140	10,073
2	Expenditure						
a	Cost of materials consumed	147	142	242	289	366	1,415
b	Employee benefits expense	504	477	520	981	1,038	2,723
c	Depreciation and Amortisation expense	199	194	280	393	594	1,355
d	Other Expenses	595	588	716	1,183	1,570	3,441
	Total Expenditure	1,445	1,401	1,758	2,846	3,568	8,934
3	Profit / (loss) from operations before other income, finance costs and exceptional items (1 - 2)	(15)	14	303	(1)	572	1,139
4	Other Income / (Expense)	25	16	(2)	41	(8)	106
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	10	30	301	40	564	1,245
6	Finance cost	202	188	266	390	507	1,203
7	Profit / (loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	(192)	(158)	35	(350)	57	42
8	Exceptional Items						
	Provision / write-off of debtors	--	--	--	--	--	18
9	Profit / (loss) from ordinary activities before tax (7 - 8)	(192)	(158)	35	(350)	57	24
10	Taxes	1	(15)	(1)	(14)	(11)	(49)
11	Profit / (loss) after tax (9 - 10)	(193)	(143)	36	(336)	68	73
12	Paid-up Equity Share Capital (Rs.10 per share)	4,427	4,427	4,427	4,427	4,427	4,427
13	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						12,557
14	Earnings per Share before / after extraordinary items (Rs) (not annualised)						
	Basic	(0.44)	(0.32)	0.08	(0.76)	0.15	0.16
	Diluted	(0.44)	(0.31)	0.08	(0.76)	0.15	0.16
PART II - Select information for the quarter ended 30 September 2015							
A PARTICULARS OF SHARE HOLDING							
1	Public Shareholding						
	Number of Shares	41,063,337	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%	92.76%
2	Promoters and Promoter Group Shareholding						
a	Pledged / Encumbered						
	Number of Shares	--	--	--	--	--	--
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	--	--	--	--	--	--
	Percentage of Shares (as a % of the total share capital of the Company)	--	--	--	--	--	--
b	Non - encumbered						
	Number of Shares	3,203,956	3,203,956	3,203,956	3,203,956	3,203,956	3,203,956
	Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
	Percentage of Shares (as a % of the total share capital of the Company)	7.24%	7.24%	7.24%	7.24%	7.24%	7.24%
B INVESTORS COMPLAINTS					Three Months ended 30 September 2015		
	Pending at the beginning of the Quarter						0
	Received during the Quarter						7
	Disposed during the Quarter						7
	Remaining unresolved at the end of the Quarter						0



Statement of Assets and Liabilities - Consolidated		Rs lakhs	
		30-Sep-2015	31-Mar-2015
Particulars		Unaudited	Audited
Equity and Liabilities			
1	Shareholders' Funds		
a	Share Capital	4,427	4,427
b	Reserves & Surplus	10,314	12,557
		14,741	16,984
2	Non-Current liabilities		
a	Long-term borrowings	--	1
b	Deferred tax liability (net)	--	--
c	Long-term provisions	144	144
		144	145
3	Current liabilities		
a	Short-term borrowings	9,761	9,355
b	Trade payables	2,781	2,748
c	Other current liabilities	2,094	1,913
d	Short-term provisions	85	79
		14,721	14,095
	Total	29,606	31,224
ASSETS			
1	Non-current Assets		
a	Fixed Assets	7,411	9,096
b	Goodwill on consolidation	10,158	10,158
c	Non-current investments	1,212	1,212
d	Deferred tax assets (Net)	31	6
		18,812	20,472
2	Current Assets		
a	Sundry Debtors	8,729	8,778
b	Cash & Bank balances	300	376
c	Loans & Advances	1,765	1,598
		10,794	10,752
	Total	29,606	31,224

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Notes :

- 1 The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the Board of Directors at their meeting held on 7 November 2015 and have undergone a "Limited Review" by the Statutory Auditors of the company. The review report of the Statutory Auditors is being filed with NSE and BSE.
- 2 During the 15 months period ended 31 March 2015, the company had changed its financial year from January-December to April-March, effective 1 April 2015. In view of this, the previous financial year was for a period of 15 months i.e. 1 January 2014 to 31 March 2015.
- 3 Previous period figures have been regrouped, reclassified / rearranged wherever necessary to conform to current period's presentation.
- 4 The company has a single reportable segment, that of Telecom.
- 5 Other income / (expenses) include Net Exchange gain / (loss) during the period.
- 6 Taxes include current tax and deferred tax.
- 7 Pursuant to the applicability of provisions of Schedule-II of the Companies Act, 2013 ('the Act'), the company has reassessed the estimated useful life of fixed assets. Accordingly, depreciation of Rs 1624 lakhs on account of assets whose useful life is exhausted on 1 April 2015 has been adjusted to opening reserves in terms of transitional provisions of the said Schedule-II. As a result of this change, the depreciation charge for the quarter and half year ended 30 September 2015 is lower by Rs 55 lakhs and Rs 108 lakhs, respectively.
- 8 The company's appeal to the CIT (Appeals) for assessment years 2006-07 to 2008-09 and 2010-11 to 2011-12 involving an aggregate demand of Rs 4160 lakhs, in respect of claim under section 10A of the Income Tax Act, 1961, has been decided in its favour. The Income Tax Authorities have preferred an appeal before the Income Tax Appellate Tribunal against the decision.
- 9 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.
- 10 As already informed in May 2015, the Company had completed registration formalities for lands situated at Madhapur and Nanakramaguda, Hyderabad (acquired through amalgamation of VisualSoft Technologies Limited in 2006) allotted by TSIIC (previously APIIC). Since the demarcation formalities arising from part surrender of land are under progress and the company is also in the process of finalising the settlement with the builders for existing construction and development / completion of the said properties, the said land and buildings shall be capitalised with due valuation post the same.
- 11 Pursuant to the provisions of the Listing Agreement, the management has decided to publish consolidated financial results in the newspapers. However, the standalone unaudited financial results will be made available on the company's website at www.megasoft.com and also on the websites of the stock exchanges.

Information of standalone financial results in terms of clause 41(VI)(b) of the Listing Agreement is under:

		Rs lakhs					
	Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year to date figures for current period ended	Year to date figures for the previous year ended	Previous year ended
		30-Sep-2015	30-Jun-2015	30-Sep-2014	30-Sep-2015	30-Sep-2014	31-Mar-2015
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a	Turnover	746	757	1,023	1,503	2,106	5,337
b	Profit before tax	15	13	17	28	34	13
c	Profit after tax	15	28	18	43	45	63

By Order of the Board
for MEGASOFT LIMITED

Place: Chennai
Date: 7 November 2015

GV Kumar
Managing Director



PART I - Statement of Unaudited results for the quarter and six months ended 30 September 2015							Rs lakhs
Sl No	Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year to date figures for current period ended	Year to date figures for the previous year ended	Previous year ended
		30-Sep-2015	30-Jun-2015	30-Sep-2014	30-Sep-2015	30-Sep-2014	31-Mar-2015
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Net Sales / Income from Operations	746	757	1,023	1,503	2,106	5,337
2	Expenditure						
a	Cost of materials consumed	89	142	322	231	361	1,291
b	Employee benefits expense	364	357	385	721	765	1,988
c	Depreciation and Amortisation expense	16	15	57	31	136	304
d	Other Expenses	232	189	172	421	668	1,480
	Total Expenditure	701	703	936	1,404	1,930	5,063
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	45	54	87	99	176	274
4	Other Income / (Expense)	23	20	(3)	43	(12)	71
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	68	74	84	142	164	345
6	Finance cost	53	61	67	114	130	316
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	15	13	17	28	34	29
8	Exceptional Items Provision / write-off of debtors	--	--	--	--	--	16
9	Profit from ordinary activities before tax (7 - 8)	15	13	17	28	34	13
10	Taxes	--	(15)	(1)	(15)	(11)	(50)
11	Profit after tax (9 - 10)	15	28	18	43	45	63
12	Paid-up Equity Share Capital (Rs.10 per share)	4,427	4,427	4,427	4,427	4,427	4,427
13	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						13,000
14	Earnings per Share before / after extraordinary items (Rs) (not annualised)						
	Basic	0.03	0.06	0.04	0.10	0.10	0.14
	Diluted	0.03	0.06	0.04	0.10	0.10	0.14
PART II - Select information for the quarter ended 30 September 2015							
A	PARTICULARS OF SHARE HOLDING						
1	Public Shareholding						
	Number of Shares	41,063,337	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%	92.76%
2	Promoters and Promoter Group Shareholding						
a	Pledged / Encumbered						
	Number of Shares	--	--	--	--	--	--
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	--	--	--	--	--	--
	Percentage of Shares (as a % of the total share capital of the Company)	--	--	--	--	--	--
b	Non - encumbered						
	Number of Shares	3,203,956	3,203,956	3,203,956	3,203,956	3,203,956	3,203,956
	Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
	Percentage of Shares (as a % of the total share capital of the Company)	7.24%	7.24%	7.24%	7.24%	7.24%	7.24%
B	INVESTORS COMPLAINTS					Three Months ended 30 September 2015	
	Pending at the beginning of the Quarter					0	
	Received during the Quarter					7	
	Disposed during the Quarter					7	
	Remaining unresolved at the end of the Quarter					0	



Statement of Assets and Liabilities - Standalone		Rs lakhs	
		30-Sep-2015	31-Mar-2015
Particulars		Unaudited	Audited
Equity and Liabilities			
1	Shareholders' Funds		
a	Share Capital	4,427	4,427
b	Reserves & Surplus	12,831	13,000
		17,258	17,427
2	Non-Current liabilities		
a	Long-term borrowings	--	1
b	Deferred tax liability (net)	--	--
c	Long-term provisions	144	144
		144	145
3	Current liabilities		
a	Short-term borrowings	1,694	1,676
b	Trade payables	1,736	1,363
c	Other current liabilities	276	263
d	Short-term provisions	85	79
		3,791	3,381
	Total	21,193	20,953
ASSETS			
1	Non-current Assets		
a	Fixed Assets	4,632	4,715
b	Non-current investments	6,856	6,856
c	Deferred tax assets (Net)	31	6
		11,519	11,577
2	Current Assets		
a	Sundry Debtors	6,322	6,076
b	Cash & Bank balances	130	208
c	Loans & Advances	3,222	3,092
		9,674	9,376
	Total	21,193	20,953

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Notes :

- 1 The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the Board of Directors at their meeting held on 7 November 2015 and have undergone a "Limited Review" by the Statutory Auditors of the company. The review report of the Statutory Auditors is being filed with NSE and BSE.
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- 7 Pursuant to the applicability of provisions of Schedule-II of the Companies Act, 2013 ('the Act'), the company has reassessed the estimated useful life of fixed assets. Accordingly, depreciation of Rs 210 lakhs on account of assets whose useful life is exhausted on 1 April 2015 has been adjusted to opening reserves in terms of transitional provisions of the said Schedule-II. As a result of this change, the depreciation charge for the quarter and half year ended 30 September 2015 is lower by Rs 15 lakhs and Rs 30 lakhs, respectively.
- 8 The company's appeal to the CIT (Appeals) for assessment years 2006-07 to 2008-09 and 2010-11 to 2011-12 involving an aggregate demand of Rs 4160 lakhs, in respect of claim under section 10A of the Income Tax Act, 1961, has been decided in its favour. The Income Tax Authorities have preferred an appeal before the Income Tax Appellate Tribunal against the decision.
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By Order of the Board
for **MEGASOFT LIMITED**

Place: Chennai
Date: 7 November 2015

GV Kumar
Managing Director