



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: 14.11.2016

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 14th November, 2016

In pursuance of Regulation 33 of SEBI Listing Regulations 2015, this is to notify that at the meeting of the Board of Directors of the Company held today i.e. Monday, the 14th day of November, 2016 at the Corporate Office of the Company, the Unaudited Financial Results of the Company (Standalone & Consolidated) for the quarter and half year ended September 30, 2016 have been approved by the Board.

In this regard the following documents are enclosed:

1. Unaudited Financial Results along with Statement of Assets & Liabilities (Standalone & Consolidated)
2. Auditors' Limited Review Report

An extract of the said financial results is being released in the newspapers in compliance with the SEBI Listing Regulations.

For MEGASOFT LIMITED

Rakhee Jain

Company Secretary & Compliance Officer



Megasoft Limited

Registered Office: #85, Kutchery Road, Mylapore, Chennai, Tamilnadu 600004 India

Corporate Office: Block 'A', Wing 1, Level 5 & 6, Cyber Gateway, Madhapur, Hyderabad - 500081, Telangana, India

Consolidated Unaudited Financial Results for the Quarter and Half year ended on 30.09.2016

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

Part I		(Rs.) In Lacs					
S.No	Particulars	QUARTER ENDED			YEAR TO DATE FIGURES		Year Ended 31.03.2016 (Audited)
		30.09.2016 (Unaudited)	30.06.2016 (Unaudited)	30.09.2015 (Unaudited)	30.09.2016 (Unaudited)	30.09.2015 (Unaudited)	
1	Income from operations						
	(a) Net Sales / Income From Operations (net of Excise Duty)	1,456.95	1,450.00	1,430.00	2,906.95	2,845.00	6568.00
	(b) Other Operating Income	-	-	-	-	-	-
	Total Income from operations (net)	1,456.95	1,450.00	1,430.00	2,906.95	2,845.00	6,568.00
2	Expenses						
	a) Cost of materials consumed	84.35	63.00	147.00	147.35	289.00	406.00
	b) Purchase of stock-in-trade	-	-	-	-	-	-
	c) Changes in inventories of finished goods, work-in-progress and stock in trade	-	-	-	-	-	-
	d) Employee benefits expenses	499.48	472.00	504.00	971.48	981.00	2607.00
	e) Depreciation and amortisation expenses	168.22	164.00	199.00	332.22	393.00	670.00
	f) Other expenses	583.25	543.00	595.00	1,126.25	1,183.00	2001.00
	Total Expenditure	1,335.30	1,242.00	1,445.00	2,577.30	2,846.00	5,684.00
3	Profit / (Loss) from operations before other income, interest and exceptional item (1-2)	121.65	208.00	(15.00)	329.65	(1.00)	884.00
4	Other Income / (Loss)	735.00	8.00	25.00	743.00	41.00	82.00
5	Profit / (Loss) from ordinary activities before finance cost and exceptional items (3 + 4)	856.64	216.00	10.00	1,072.64	40.00	966.00
6	Finance costs	(109.05)	(184.00)	(202.00)	(293.05)	(390.00)	(787.00)
7	Profit / (Loss) from ordinary activities after finance cost but before exceptional items (5 ± 6)	747.59	32.00	(192.00)	779.59	(350.00)	179.00
8	Exceptional Items	-	-	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	747.59	32.00	(192.00)	779.59	(350.00)	179.00
10	Tax expense	-	(11.00)	(1.00)	(11.00)	14.00	(48.00)
11	Net Profit / (Loss) from ordinary activities after tax (9 + 10)	747.59	21.00	(193.00)	768.59	(336.00)	131.00
12	Extraordinary items (net of tax exp Rs ___ Lakhs)	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11+12)	747.59	21.00	(193.00)	768.59	(336.00)	131.00
14	Share of profit / (loss) of associates*	-	-	-	-	-	-
15	Minority interest	-	-	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	747.59	21.00	(193.00)	768.59	(336.00)	131.00
17	Paid-Up Equity Share Capital of Rs. 10 Each	44,26,72,930	44,26,72,930	44,26,72,930	44,26,72,930	44,26,72,930	44,26,72,930
18	Reserve Excluding Revaluation Reserves as per Balance sheet of Previous accounting year	8,409.82	7,663.00	10,314.00	8,409.82	10,314.00	8359.21
19.i	Earnings per share (before extraordinary items) (of `10/- each) (not annualised):						
	(a) Basic	1.69	0.05	(0.44)	1.74	(0.76)	0.30
	(b) Diluted	1.69	0.05	(0.44)	1.74	(0.76)	0.30
19.ii	Earnings per share (after extraordinary items) (of `10/- each) (not annualised):						
	(a) Basic	1.69	0.05	(0.44)	1.74	(0.76)	0.30
	(b) Diluted	1.69	0.05	(0.44)	1.74	(0.76)	0.30

Notes:

- The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 14th November, 2016, and are published in accordance with the SEBI (LODR) Regulations, 2015
- The Company has a single reportable segment, that of Telecom. Accordingly, Accounting Standard 17 on "Segment Reporting" issued by the Institute of Chartered Accountants of India is not applicable.
- The above figures have been prepared in accordance with the principles and procedures as set out in Accounting Standard-21 on 'Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India
- Pursuant to the provisions of the SEBI Listing Regulations, an extract of standalone financial results is being published in the newspapers. The standalone unaudited 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
- The Other Income for the Quarter ended 30.09.2016 includes Rs.734 Lacs which pertains to the profit on sale of immovable property of the company

Hyderabad
14.11.2016



For Megasoft Limited

G. V. Kumar

G V Kumar
CEO & Managing Director

Srikanth & Shanthi Associates

New No.17, Old No.9, 1st floor
Desika Road Chennai 600004
Tele/Fax: +91-44-24662419/42108419

TN Rajendran & Co.

New No.2, Old No.25, 1st Floor
Chengalvarayan Street, Shenoy Nagar,
Chennai 600030, Tel: 91-44-26640640

Chartered Accountants

Limited Review Report On Consolidated 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 period ended 30 September 2016 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 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 (AS 25 / 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.

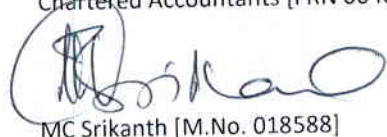
We reviewed in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the review to obtain reasonable assurance about whether the consolidated financial results are free of material misstatement(s). A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide 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.

In our opinion and to the best of our information and according to the explanations given to us these consolidated financial results as well as the consolidated year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the consolidated net profit and other financial information for the period ended 30 September 2016.

For M/s Srikanth & Shanthi Associates
Chartered Accountants [FRN 004006S]



MC Srikanth [M.No. 018588]
Partner

For M/s T N Rajendran & Co.
Chartered Accountants [FRN 005080S]



T N Rajendran [M.No. 028778]
Partner

Place: Hyderabad
Date: 14 Nov 2016

Megasoft Limited

Registered Office: #85, Kutchery Road, Mylapore, Chennai, Tamilnadu 600004 India

Corporate Office: Block 'A', Wing 1, Level 5 & 6, Cyber Gateway, Madhapur, Hyderabad - 500081, Telangana, India

Standalone Unaudited Financial Results for the Quarter and Half year Ended on 30.09.2016

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

(Rs.) In Lacs

S.No	Particulars	QUARTER ENDED			YEAR TO DATE FIGURES		Year Ended 31.03.2016 (Audited)
		30.09.2016 (Unaudited)	30.06.2016 (Unaudited)	30.09.2015 (Unaudited)	30.09.2016 (Unaudited)	30.09.2015 (Unaudited)	
1	Income from operations						
	(a) Net Sales / Income From Operations (net of Excise Duty)	813.91	651.00	746.00	1,464.91	1,503.00	3,004.00
	(b) Other Operating Income						
	Total Income from operations (net)	813.91	651.00	746.00	1,464.91	1,503.00	3,004.00
2	Expenses						
	a) Cost of materials consumed	84.35	-	89.00	84.35	231.00	348.00
	b) Purchase of stock-in-trade	-	-	-	-	-	-
	c) Changes in inventories of finished goods, work-in-progress and stock in trade	-	-	-	-	-	-
	d) Employee benefits expenses	374.13	357.00	364.00	731.13	721.00	1,527.00
	e) Depreciation and amortisation expenses	16.45	12.00	16.00	28.45	31.00	64.00
	f) Other expenses	297.53	203.00	232.00	500.53	421.00	820.00
	Total Expenditure	772.46	572.00	701.00	1,344.46	1,404.00	2,759.00
3	Profit / (Loss) from operations before other income, interest and exceptional item (1-2)	41.45	79.00	45.00	120.45	99.00	245.00
4	Other Income / (Loss)	735.00	6.00	23.00	741.00	43.00	85.00
5	Profit / (Loss) from ordinary activities before finance cost and exceptional items (3 + 4)	776.46	85.00	68.00	861.46	142.00	330.00
6	Finance costs	(20.63)	(51.00)	(53.00)	(71.63)	(114.00)	(240.00)
7	Profit / (Loss) from ordinary activities after finance cost but before exceptional items (5 + 6)	755.83	34.00	15.00	789.83	28.00	90.00
8	Exceptional Items	-	-	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	755.83	34.00	15.00	789.83	28.00	90.00
10	Tax expense	-	(11.00)	-	(11.00)	15.00	(48.00)
11	Net Profit / (Loss) from ordinary activities after tax (9 + 10)	755.83	23.00	15.00	778.83	43.00	42.00
12	Extraordinary items (net of tax exp Rs. Lakhs)	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11+12)	755.83	23.00	15.00	778.83	43.00	42.00
14	Share of profit / (loss) of associates*	-	-	-	-	-	-
15	Minority interest	-	-	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	755.83	23.00	15.00	778.83	43.00	42.00
17	Paid-Up Equity Share Capital of Rs. 10 Each	44,26,72,930	44,26,72,930	44,26,72,930	44,26,72,930	44,26,72,930	44,26,72,930
18	Reserve Excluding Revaluation Reserves as per Balance sheet of Previous accounting year	10,868.93	10,112.00	12,831.00	10,868.93	12,831.00	10,090.80
19 i	Earnings per share (before extraordinary items) (of `10/- each) (not annualised):						
	(a) Basic	1.71	0.05	0.03	1.76	0.10	0.10
	(b) Diluted	1.71	0.05	0.03	1.76	0.10	0.10
19 ii	Earnings per share (after extraordinary items) (of `10/- each) (not annualised):						
	(a) Basic	1.71	0.05	0.03	1.76	0.10	0.10
	(b) Diluted	1.71	0.05	0.03	1.76	0.10	0.10

Notes:

- The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 14th November, 2016, and are published in accordance with the SEBI (LODR) Regulations, 2015
- The Company has a single reportable segment, that of Telecom. Accordingly, Accounting Standard 17 on "Segment Reporting" issued by the Institute of Chartered Accountants of India is not applicable.
- The above figures have been prepared in accordance with the principles and procedures as set out in Accounting Standard on 'Financial Statements' issued by the Institute of Chartered Accountants of India
- Pursuant to the provisions of the SEBI Listing Regulations, an extract of standalone financial results is being published in the newspapers. The standalone unaudited 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
- The Other Income for the Quarter ended 30.09.2016 includes Rs.734 Lacs, which pertains to the profit on sale of immovable property of the company

Hyderabad

14.11.2016



For Megasoft Limited

G V Kumar
CEO & Managing Director

Srikanth & Shanthi Associates
New No.17, Old No.9, 1st floor
Desika Road Chennai 600004
Tele/Fax: +91-44-24662419/42108419

TN Rajendran & Co.
New No.2, Old No.25, 1st Floor
Chengalvarayan Street, Shenoy Nagar
Chennai 600030 Tel: 91-44-26640640

Chartered Accountants

Limited Review Report On Standalone 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 unaudited financial results of **Megasoft Limited** for the period ended 30 September 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements 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 accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (LODR) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For M/s Srikanth & Shanthi Associates
Chartered Accountants [FRN 004006S]



MC Srikanth [M.No. 018588]
Partner

For M/s T N Rajendran & Co.
Chartered Accountants [FRN 005080S]



T N Rajendran [M.No. 028778]
Partner

Place: Hyderabad
Date: 14 Nov 2016

Megasoft Limited

Registered Office: #85, Kutchery Road, Mylapore, Chennai, Tamilnadu 600004 India

Corporate Office: Block 'A', Wing 1, Level 5 & 6, Cyber Gateway, Madhapur, Hyderabad - 500081, Telangana, India

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

UNAUDITED FINANCIAL STATEMENT OF ASSETS & LIABILITIES

Rs. lakhs

	Particulars	STANDALONE		CONSOLIDATED	
		As at 30.09.2016	As at 31.03.2016	As at 30.09.2016	As at 31.03.2016
A	Equity and Liabilities				
1	Shareholders' Funds				
a	Share Capital	4,426.73	4,426.73	4,426.73	4,426.73
b	Reserves & Surplus	10,868.93	10,090.80	8,409.82	8,359.21
c	Money received against share warrants	-	-	-	-
	Sub-total - Shareholders' funds	15,295.66	14,517.53	12,836.55	12,785.94
2	Share application money pending allotment	-	-	-	-
3	Minority Interest	-	-	-	-
4	Non-Current liabilities				
a	Long-term borrowings	-	-	-	-
b	Deferred tax liability (net)	29.04	29.04	29.13	28.93
c	Other long-term liabilities	-	-	-	-
d	Long-term provisions	156.33	156.33	156.33	156.33
	Sub-total -Non-Current liabilities	185.36	185.37	185.45	185.26
5	Current liabilities				
a	Short-term borrowings	1,505.33	1,670.71	4,585.11	9,809.76
b	Trade payables	1,222.02	1,466.17	2,970.42	3,188.16
c	Other current liabilities	524.67	247.54	2,463.74	2,130.97
d	Short-term provisions	91.52	91.52	91.41	91.40
	Sub-total -Current liabilities	3,343.54	3,475.94	10,110.69	15,220.29
	TOTAL - EQUITY AND LIABILITIES	18,824.56	18,178.83	23,132.69	28,191.50
B	ASSETS				
1	Non-current Assets				
a	Fixed Assets	1,243.75	6,053.30	4,154.61	9,215.84
b	Goodwill on consolidation	-	-	10,157.50	10,157.50
c	Non-current investments	5,617.08	5,617.08	-	-
d	Deferred tax assets (Net)	-	-	-	-
e	Long Term Loans & Advances	-	-	-	-
f	Other non-current assets	-	-	-	-
	Sub-total -Non-current Assets	6,860.83	11,670.38	14,312.11	19,373.34
2	Current Assets				
a	Current investments	-	-	-	-
b	Inventories	-	-	-	-
c	Trade receivables	3,781.57	3,274.91	6,475.43	6,501.19
d	Cash and cash equivalents	393.07	253.08	1,005.70	514.16
e	Short-term loans and advances	7,789.09	2,980.46	1,339.45	1,802.80
f	Other current asset	-	-	-	-
	Sub-total -current Assets	11,963.73	6,508.45	8,820.58	8,818.16
	TOTAL - ASSETS	18,824.56	18,178.83	23,132.69	28,191.50

Hyderabad
14.11.2016



For Megasoft Limited

G V Kumar
CEO & Managing Director