



MEGASOFT LIMITED

CIN : L72200TN1999PLC042730

Regd. office : 85, Kutchery Road, Mylapore

Chennai - 600 004. India.

Tel : +91 (44) 2461 6768; Fax : +91 (44) 2461 7810

website : www.megasoft.com

Date: 13.08.2019

To

BSE Limited

Phiroze JeeJee Bhoy Towers

Dalal Street, Fort

Mumbai 400001

Scrip Code: 532408

National Stock Exchange of India Limited

Exchange Plaza

Bandra-Kurla Complex, Bandra(E)

Mumbai 400051

Symbol: MEGASOFT

Dear Sir(s),

Sub: Outcome of the Board Meeting held on August 13, 2019.

We refer to our letter dated August 06, 2019 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 ended on June 30, 2019 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:

- a. Standalone Unaudited Financial Results for the quarter ended 30.06 2019.
- b. Auditors' Limited Review Report on above standalone unaudited financial results.
- c. Consolidated Unaudited Financial Results for the quarter ended 30.06 2019
- d. Auditors' Limited Review Report on above consolidated unaudited financial results.

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. 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 and www.nseindia.com.

We further wish to inform that the Meeting of the Board of Directors of the company commenced at 04:00 p.m. and concluded at 5.50 p.m.

Kindly take the information on record.

For Megasoft Limited


.....
CS Srivalli Susarla

Company Secretary and Compliance Officer





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 Quarter and Three Months Ended On June 30, 2019

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
	30/06/2019 (Unaudited)	31/03/2019 (Audited)	30/06/2018 (Unaudited)	30/06/2019 (Unaudited)	30/06/2018 (Unaudited)	31/03/2019 (Audited)
I Revenue from Operations	442.77	1,514.50	358.69	442.77	358.69	2,363.77
II Other Income	103.36	791.45	165.94	103.36	165.94	1,013.92
III Total Revenue (I + II)	546.13	2,305.95	524.63	546.13	524.63	3,377.69
IV Expenses:						
a Cost of materials consumed	34.59	207.55	8.82	34.59	8.82	234.60
b Purchases of Stock-in-Trade	-	-	-	-	-	-
c Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	-	-	-	-	-	-
d Employee benefits expense	206.64	266.61	329.83	206.64	329.83	1,153.31
e Finance costs	83.58	127.06	80.48	83.58	80.48	373.25
f Depreciation and amortisation expense	85.67	63.31	11.28	85.67	11.28	98.37
g Other expenses	111.83	884.07	152.74	111.83	152.74	1,440.51
Total Expenses (IV)	522.31	1,548.60	583.15	522.31	583.15	3,300.04
V Profit/ (Loss) before exceptional items and tax (III - IV)	23.82	757.36	(58.52)	23.82	(58.52)	77.66
VI Exceptional items	-	-	-	-	-	-
VII Profit/ (Loss) after exceptional items and before tax (V - VI)	23.82	757.36	(58.52)	23.82	(58.52)	77.66
VIII Tax expense:						
a Current tax		2.26	-		-	2.26
b Deferred tax		34.24	-		-	34.24
IX Total tax expenses		36.50	-		-	36.50
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)	23.82	720.85	(58.52)	23.82	(58.52)	41.15
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)	23.82	720.85	(58.52)	23.82	(58.52)	41.15
XVII	Other Comprehensive Income						
	A 1. Items that will not be reclassified to profit or loss:	-	2,786.20	-	-	-	2,786.20
	2. Income tax relating to these items						
	B. 1. Items that will be reclassified to profit or loss:	-	(2,221.38)	-	-	-	(2,221.38)
	2. Income tax relating to these items						
XVIII	Total Comprehensive income for the year (XVI+XVII)	23.82	1,285.68	(58.52)	23.82	(58.52)	605.98
XIX	Total profit or loss, attributable to						
	Profit/loss attributable to owners of parent	-	-	-	-	-	-
	Total profit/loss attributable to non-controlling interests	-	-	-	-	-	-
XX	Total Comprehensive income for the period attributable to						
	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	Details of equity share capital						
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	Details of debt securities						
XXIII	Reserves excluding revaluation reserve	7,590.67	7,566.86	9,676.09	7,590.67	9,676.09	7,566.86
XXIV	Debenture redemption reserve	-	-	-	-	-	-
XXV	Earnings per share:						
a	Earnings per equity share for continuing operations						
	Basic earnings (loss) per share from continuing operations	0.05	1.63	(0.13)	0.05	(0.13)	0.09
	Diluted earnings (loss) per share from continuing operations	0.05	1.63	(0.13)	0.05	(0.13)	0.09
b	Earnings per equity share for discontinued operations						
	Basic earnings (loss) per share from discontinued operations	-	-	-	-	-	-
	Diluted earnings (loss) per share from discontinued operations	-	-	-	-	-	-
c	Earnings per equity share						



	Basic earnings (loss) per share from continuing and discontinued operations	0.05	1.63	(0.13)	0.05	(0.13)	0.09
	Diluted earnings (loss) per share from continuing and discontinued operations	0.05	1.63	(0.13)	0.05	(0.13)	0.09
XXVI	Disclosure of notes on financial results	-	-	-	-	-	-

For Megasoft Limited



G.V. Kumar

GV KUMAR

CEO & Managing Director

Date : 13.08.2019

Place: Chennai

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., F.C.A.

Ref:

Date:

Auditor's Report On Quarterly Standalone Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

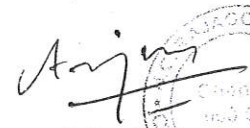
**Review report to
The Board of Directors of Megasoftware Limited**

We have reviewed the accompanying statement of unaudited financial results of Megasoftware Limited ('The Company') for the period ended 30th June 2019. 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 of the Statement in accordance with the Standard on Review Engagements (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 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015 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

UDIN : 19230448AAAAAZ9709

Place: Chennai
Date: 13-08-2019





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 Quarter and Three Months Ended On June 30, 2019

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
	30/06/2019 (Unaudited)	31/03/2019 (Audited)	30/06/2018 (Unaudited)	30/06/2019 (Unaudited)	30/06/2018 (Unaudited)	31/03/2019 (Audited)
I Revenue from Operations	1,256.49	1,881.43	1,409.00	1,256.49	1,409.00	6,187.37
II Other Income	103.36	643.17	165.94	103.36	165.94	863.94
III Total Revenue (I + II)	1,359.85	2,524.60	1,574.94	1,359.85	1,574.94	7,051.31
IV Expenses:						
a Cost of materials consumed	297.83	808.29	445.50	297.83	445.50	2,179.24
b Purchases of Stock-in-Trade						
c Changes in inventories of finished goods, Stock-in-Trade and work-in-						
d Employee benefits expense	319.86	342.67	497.40	319.86	497.40	1,677.95
e Finance costs	149.04	188.64	140.49	149.04	140.49	614.83
f Depreciation and amortisation exp	135.61	92.04	92.27	135.61	92.27	375.76
g Other expenses	355.81	1,051.76	346.75	355.81	346.75	2,133.02
Total Expenses (IV)	1,258.15	2,483.39	1,522.41	1,258.15	1,522.41	6,980.79
V Profit/ (Loss) before exceptional items and tax (III - IV)	101.70	41.21	52.53	101.70	52.53	70.52
VI Exceptional items						
VII Profit/ (Loss) after exceptional items and before tax (V - VI)	101.70	41.21	52.53	101.70	52.53	70.52
VIII Tax expense:						
a Current tax		2.86	-		-	2.86
b Deferred tax		34.24	-		-	34.24
IX Total tax expenses		37.10				37.10
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)	101.70	4.11	52.53	101.70	52.53	33.42
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)	101.70	4.11	52.53	101.70	52.53	33.42
XVII Other Comprehensive Income						
A 1. Items that will not be reclassified to profit or loss:						
i) Remeasurements of post		12.47				12.47
ii) Changes in Rvaluation Surplus		2,773.73				2,773.73
2. Income tax relating to these items						

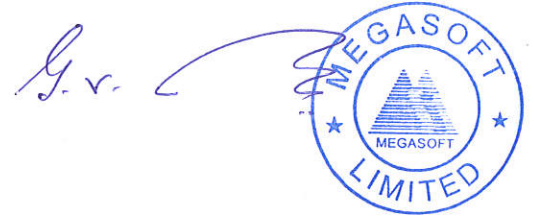


G. V. S.

	B. 1. Items that will be reclassified to profit or loss:						
	i) fair value Changes in Equity instruments through OCI		(2,221.38)			-	(2,221.38)
	2. Income tax relating to these items		-	-	-	-	-
XVIII	Total Comprehensive income for the year (XVI+XVII)	101.70	568.93	52.53	101.70	52.53	598.24
XIX	Total profit or loss, attributable to						
	Profit/loss attributable to owners of parent		-	-	-	-	-
	Total profit/loss attributable to non-controlling interests		-	-	-	-	-
XX	Total Comprehensive income for the period attributable to						
	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	Details of equity share capital						
a	Paid-up equity share capital	4,427.00	4,427.00	4,427.00	4,427.10	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	Details of debt securities		-	-		-	-
XXIII	Reserves excluding revaluation reserve	6,759.14	6,531.61	9,247.93	6,759.14	9,247.93	6,531.61
XXIV	Debenture redemption reserve		-	-		-	-
XXV	Earnings per share:						
a	Earnings per equity share for continuing operations						
	Basic earnings (loss) per share from continuing operations	0.23	0.01	0.12	0.23	0.12	0.08
	Diluted earnings (loss) per share from continuing operations	0.23	0.01	0.12	0.23	0.12	0.08
b	Earnings per equity share for discontinued operations						
	Basic earnings (loss) per share from discontinued operations	-	-	-	-	-	-
	Diluted earnings (loss) per share from discontinued operations	-	-	-	-	-	-
c	Earnings per equity share						
	Basic earnings (loss) per share from continuing and discontinued operations	0.23	0.01	0.12	0.23	0.12	0.08
	Diluted earnings (loss) per share from continuing and discontinued operations	0.23	0.01	0.12	0.23	0.12	0.08
XXVI	Disclosure of notes on financial results		-	-		-	-
For Megasoft Limited							
							
GV KUMAR							
CEO & Managing Director							
Date : 13.08.2019							
Place: Chennai							

NOTES:

1. The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the Board of Directors at their meeting on 13th August 2019.
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://megasoft.com/investor-services.html> and also on the websites of the stock exchanges i.e. www.bseindia.com and www.nseindia.com.



Partners:

N.C. SUNDARARAJAN, F.C.A.
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N. SUNDAR, B.Sc., F.C.A., DISA
ARJUN .S, B.Com., F.C.A.

Ref:

Date:

Independent Auditor's Review Report On consolidated unaudited quarterly and year to date 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

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Megasoft Limited ("The Company") ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended 30th June 2019 and for the period from 1st April 2019 to 30th June 2019 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended 30th June 2019 and the corresponding period from 1st April 2019 to 30th June 2019, as reported in these financial results have been approved by the Parent's Board of Directors, but have not been subjected to review.

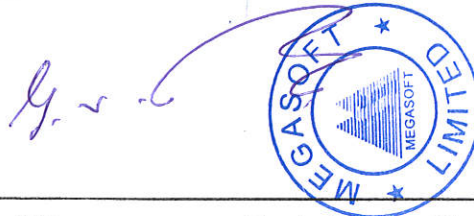
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

- Megasoft Consultants SDN BHD
- XIUS Holding Corp
- XIUS Corp
- XIUS DE RL DE CV



5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We did not review the interim financial results of 4 subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflect total revenues of Rs. Rs.1,190.20 lakhs and total net profit/ (loss) after tax of Rs.75.32 lakhs and total comprehensive income / loss of Rs. Rs.75.32 lakhs for the quarter ended 30th June 2019 and for the period from 1st April 2019 to 30th June 2019 respectively. The consolidated unaudited financial results also includes the Group's share of net profit/(loss) after tax of Rs.75.32 lakhs and total comprehensive income / loss of Rs.75.32 lakhs for the quarter ended 30th June 2019 and for the period from 1st April 2019 to 30th June 2019 respectively. These interim Financial results and other information of Foreign Subsidiaries have been considered based on unaudited Financial Statements. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the data provided by the management.

Our conclusion on the Statement is not modified in respect of the above matter.

For N.C.Rajagopal & Co.,
Chartered Accountants
Firm Reg: 003398S

Arjun

Arjun S
(Partner)

M.No. 230448

UDIN : 19230448AAAAAY5776



Place: Chennai
Date: 13-08-2019

