



MEGASOFT LIMITED

CIN: L72200TN1999PLC042730

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www.megasoft.com

PART I - Statement of Consolidated Unaudited results for the quarter and nine months period ended 30 September 2014							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-2014	30-Jun-2014	30-Sep-2013	30-Sep-2014	30-Sep-2013	31-Dec-2013
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Net Sales / Income from Operations	2,061	2,079	2,434	6,545	7,666	10,551
2	Expenditure						
a	Cost of materials consumed	325	124	48	1,080	48	857
b	Employee benefits expense	660	792	963	2,185	2,935	3,868
c	Depreciation and Amortisation expense	280	314	319	880	895	1,187
d	Other Expenses	493	580	862	1,558	2,684	3,191
	Total Expenditure	1,758	1,810	2,192	5,703	6,562	9,103
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	303	269	242	842	1,104	1,448
4	Other income / (Expense)	(2)	(6)	15	(33)	68	346
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	301	263	257	809	1,172	1,794
6	Finance cost	266	241	231	732	920	1,119
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	35	22	26	77	252	675
8	Exceptional items Provision / write-off of debtors	--	--	--	--	--	380
9	Profit from ordinary activities before tax (7 - 8)	35	22	26	77	252	295
10	Taxes	(1)	(10)	--	(2)	5	24
11	Profit after tax (9 - 10)	36	32	26	79	247	271
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						16,632
14	Earnings per Share before / after extraordinary items (Rs) (not annualised)						
	Basic	0.08	0.07	0.06	0.18	0.56	0.61
	Diluted	0.08	0.07	0.06	0.17	0.54	0.58
PART II - Select Information for the quarter ended 30 September 2014							
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 2014		
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 Unaudited results for the quarter and nine months period ended 30 September 2014							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-2014	30-Jun-2014	30-Sep-2013	30-Sep-2014	30-Sep-2013	31-Dec-2013
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Net Sales / Income from Operations	1,023	1,083	1,208	3,527	3,309	5,062
2	Expenditure						
a	Cost of materials consumed	322	39	48	975	48	736
b	Employee benefits expense	383	660	830	1,462	2,079	2,499
c	Depreciation and Amortisation expense	57	79	62	213	183	277
d	Other Expenses	174	216	170	590	512	737
	Total Expenditure	936	994	1,110	3,240	2,822	4,249
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	87	89	98	287	487	813
4	Other Income / (Expense)	(3)	(9)	67	(38)	95	361
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	84	80	165	249	582	1,174
6	Finance cost	67	63	121	191	444	542
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	17	17	44	58	138	632
8	Exceptional Items						
	Provision / write-off of debtors	--	--	--	--	--	320
9	Profit from ordinary activities before tax (7 - 8)	17	17	44	58	138	312
10	Taxes	(1)	(10)	--	(2)	6	21
11	Profit after tax (9 - 10)	18	27	44	60	132	291
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						12,940
14	Earnings per Share before extraordinary items for the period, for the year to date and for the previous year (Rs) (not annualised)						
	Basic	0.04	0.06	0.10	0.14	0.30	0.66
	Diluted	0.04	0.06	0.09	0.13	0.29	0.62
PART II - Select information for the quarter ended 30 September 2014							
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 2014	
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	



Notes :

- 1 The text of the above statement was approved by the Board of Directors at their meeting held on 14 November 2014 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 on 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
- 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 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 company has appealed against the Orders of the Income-tax authorities in respect of certain additions resulting in demand of Rs 162.80 million. Based on the advice of the external legal counsel and the Appeals filed, no provision is considered necessary in the financial statements.
- 9 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 to date figures for current period ended	Year to date figures for the previous year ended	Previous year ended
		30-Sep-2014	30-Jun-2014	30-Sep-2013	30-Sep-2014	30-Sep-2013	31-Dec-2013
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a	Turnover	1,023	1,083	1,208	3,527	3,309	5,062
b	Profit before tax	17	17	44	58	138	312
c	Profit after tax	18	27	44	60	132	291

By Order of the Board
for MEGASOFT LIMITED

GV Kumar
Managing Director

Place: Chennai
Date: 14 November 2014

Srikanth & Shanthi Associates

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email: srikanth@sandsca.in

TN Rajendran & Co.

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Tel: 91-44-26640640
email: tnr500@gmail.com

Chartered Accountants

To
The Board of Directors
Megasoft Limited
85, Kutchery Road
Mylapore
Chennai 600004

Dear Sirs

Sub: Review Report

We have reviewed the accompanying statement of unaudited financial results of **Megasoft Limited**, for the 3rd quarter and nine month period ended 30th September 2014 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors / Audit committee of the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

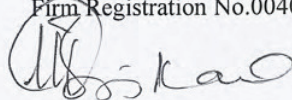
We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedure 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 recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

for Srikanth & Shanthi Associates

Chartered Accountants

Firm Registration No.004006S



MC Srikanth

Partner

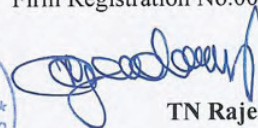
Membership No.18588



for TN Rajendran & Co.

Chartered Accountants

Firm Registration No.005080S



TN Rajendran

Partner

Membership No.28778

Place: Chennai

Date : 14 November 2014