

**MEGASOFT LIMITED**

CIN: L72200TN1999PLC042730

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12 February 2016

BSE LimitedPhiroze 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

The Board of Directors of the company at their meeting held today, approved the 'Postal Ballot Notice' seeking approval of the shareholders of the company for the following business:

Item No.	Brief Particulars of the Item	U/s of Companies Act 2013	Type of Resolution to be Moved
(1)	Appointment of Mrs Uma Garimella as Independent Director	149 and 152	Ordinary Resolution
(2)	Re-appointment of Mr GV Kumar as the Managing Director for a period of three years w.e.f. 1 April 2016	196	Special Resolution
(3)	Re-appointment of Mr D Sudhakar Reddy as the Whole-time Director for a period of three years w.e.f. 1 April 2016	196	Special Resolution
(4)	To obtain authority for joint development / sale / transfer of assets (immovable properties) of the Company at Hyderabad and Vizag	180(1)(a)	Special Resolution
(5)	Reclassification of the promoter shareholding	Reg.31A of SEBI (LODR) Regulations, 2015	Special Resolution

The Postal Ballot notice will be sent to the shareholders whose name appears on the Company's Register of Members and the list of beneficial owners received from NSDL / CDSL as on the "Cut-off" date 12 February 2016.

Mr M Damodaran, Practicing Company Secretary, Chennai has been appointed by the Board as the Scrutinizer to conduct the postal ballot process.

We request you to take the same on record and acknowledge.

Thanking you

Very truly yours
MEGASOFT LIMITED

GV Kumar
Managing Director / Compliance Officer

