



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:19.07.2017

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 Sir's,

Sub: Reformatted the Audited Financial Results 31stMarch 2017 in the compliance with Schedule III of the Companies Act 2013 .

We would like to bring to your kind attention that a presentation change in the format of the Audited Financial Results for the Quarter / Year ended 31st March 2017 has been made in compliance with the format prescribed under Schedule III of Companies Act, 2013 with respect to Other operating Income, Other Income and Finance Cost.

As per the revised format, the other operating income has been clubbed with Revenue from Operations and the Other Income has been shown as a separate line item below Revenue from Operations and the Finance Cost has been shown along with other Expenses under point no.4(e) instead of showing separately.

We wish to confirm that the above format changes do not result in any changes to the Profit before tax or Net Profit after tax in the financials we have published earlier.

This is for your information & records.

Thanking you,

Yours truly

For **MEGASOFT LIMITED**

(Rakhee Jain)

Company Secretary & 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.

Audited Financial Results For The Quarter and Year Ended On 31st March, 2017

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

Part I	Particulars	(Rs) In Lacs						
		Standalone			Consolidated			
		Quarter Ended On		Year Ended	Year Ended			
	31/03/2017 (Audited)	31/12/2016 (Unaudited)	31/03/2016 (Audited)	31/03/2017 (Audited)	31/03/2016 (Audited)	31/03/2017 (Audited)	31/03/2016 (Audited)	
I	Revenue from Operations	374.00	1,266.00	835.00	3,105.00	3,004.00	7,014.00	6,568.00
II	Other Income	-49.00	-3.00	24.00	689.00	85.00	697.00	82.00
III	Total Revenue (I + II)	325.00	1,263.00	859.00	3,794.00	3,089.00	7,711.00	6,650.00
IV	Expenses:							
a	Cost of materials consumed	151.00	692.00	89.00	927.00	348.00	1,697.00	406.00
b	Purchases of Stock-in-Trade	-	-	-	-	-	-	-
c	Changes in inventories of finished goods	-	-	-	-	-	-	-
d	work-in-progress and Stock-in-Trade	-	-	-	-	-	-	-
e	Employee benefits expense Finance costs	459.00	402.00	387.00	1,592.00	1,462.00	2,051.00	2,011.00
f	Depreciation and amortisation expense	22.00	17.00	16.00	67.00	64.00	512.00	670.00
g	Other expenses	225.00	361.00	288.00	1,160.00	1,124.00	3,236.00	3,386.00
	Total Expenses (IV)	857.00	1,472.00	780.00	3,746.00	2,998.00	7,496.00	6,473.00
V	Profit before exceptional and extraordinary items and tax (III - IV)	-532.00	-209.00	79.00	48.00	91.00	215.00	177.00
VI	Exceptional items	-	-	-	-	-	-	-
VII	Profit before extraordinary items and tax (V - VI)	-532.00	-209.00	79.00	48.00	91.00	215.00	177.00
VIII	Extraordinary items	-	-	-	-	-	-	-
IX	Profit before tax (VII - VIII)	-532.00	-209.00	79.00	48.00	91.00	215.00	177.00
X	Tax expense:	-62.00	-	77.00	-51.63	48.00	-51.63	48.00
a	Current tax							
b	Deferred tax							
XI	Profit (Loss) for the period from continuing operations (IX-X)	-470.00	-209.00	2.00	99.63	43.00	266.63	129.00
XII	Profit/(loss) from discontinuing operations	-	-	-	-	-	-	-
XIII	Tax expense of discontinuing operations	-	-	-	-	-	-	-
XIV	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-	-	-	-
XV	Profit (Loss) for the period (XI + XIV)	-470.00	-209.00	2.00	99.63	43.00	266.63	129.00
XVI	Earnings per equity share:							
a	Basic	-1.06	0.47	0.00	0.22	0.10	0.60	0.29
b	Diluted	-1.06	0.47	0.00	0.22	0.09	0.60	0.29

Notes:

- The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the board of directors at their meeting on 30 May 2017.
- 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.
- The Company has appealed against the Assessment order for a demand of Rs.6.28 crs for the Assessment year 2012-13 and 2013-14 to CIT Appeals and Income Tax Appellate Tribunal.
- 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.
- 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 audited 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

Date: 30.05.2017
 Place: Hyderabad

For Megasoft Limited

 GV KUMAR
 CEO & Managing Director



Megasoft Limited

Registered Office: #85, Kulchery Road, Mylapore, Chennai, India - 600 004

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

Audited Financial Results For The Quarter and Year Ended On 31st March, 2017

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

Part II

(*) In Lacs

Statement of Assets and Liabilities

Standalone/Consolidated Statement of Assets and Liabilities	Standalone		Consolidated	
	Year Ended 31/03/2017	Year ended 31/03/2016	Year ended 31/03/2017	Year Ended 31/03/2016
Particulars				
A. EQUITY AND LIABILITIES				
1. Shareholder's Fund				
(a) Share Capital	4,427	4,427	4,427	4,427
(b) Reserves and surplus	10,197	10,090	8,732	8,359
(c) Money received against Share warrants				
Sub-total-Shareholder's funds	14,624	14,517	13,159	12,786
2. Share application money pending allotment				
3. Minority interest*	-	-	-	-
4. Non-current liabilities				
(a) Long-term Borrowings	-	-	-	-
(b) Deferred tax liabilities (net)	-	29	-	29
(c) Other Long term Liabilities				
(d) Long term provisions	181	156	181	156
Sub-total-Non-current liabilities	181	185	181	185
5. Current Liabilities				
(a) Short term borrowings	1,603	1,671	4,598	9,810
(b) Trade Payables	1,415	1,466	2,889	3,188
(c) Other Current Liabilities	4,983	248	6,475	2,131
(d) Short term Provisions	109	92	109	91
Sub-total-Current Liabilities	8,110	3,477	14,071	15,220
TOTAL-EQUITY AND LIABILITIES	22,915	18,179	27,411	28,191
B. ASSETS				
1. Non-current assets				
(a) Fixed assets	5,464	6,053	8,529	9,216
(b) Goodwill on consolidation*	-	-	10,158	10,158
(c) Non-current investments	5,617	5,617	-	-
(d) Deferred tax assets (Net)	32	-	32	-
(e) Long-term loans and advances	-	-	-	-
(f) Other non-current assets	-	-	-	-
Sub-total-non-current assets	11,113	11,670	18,719	19,374
2. Current assets				
(a) Current investments	-	-	-	-
(b) Inventories	-	-	-	-
(c) Trade receivables	3,611	3,275	6,317	6,501
(d) Cash and cash equivalents	73	253	116	514
(e) Short-term loans and advances	8,118	2,981	2,259	1,802
(f) Other current assets	-	-	-	-
Sub-total-Current assets	11,802	6,509	8,692	8,817
Total-Assets	22,915	18,179	27,411	28,191

Date: 30.05.2017

Place: Hyderabad



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

Auditor's Report on Quarterly 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

To
Board of Directors of Megasoft Limited

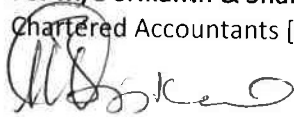
We have audited the quarterly financial results of Megasoft Limited for the quarter ended 31st March 2017 and the year to date results for the period 01st April 2016 to 31st March 2017 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such 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), prescribed, 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 conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the 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 net profit/ loss and other financial information for the quarter ended 31st March 2017 and the year to date results for the period 01st April 2016 to 31st March 2017.

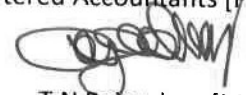
For M/S Srikanth & Shanthi Associates
Chartered Accountants [FRN 004006S]


MC Srikanth [M.No. 018588]

Place: Hyderabad

Date: 30 May, 2017

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


T N Rajendran [M.No. 028778]

Srikanth & Shanthi Associates

New No.17, Old No.9, 1st floor
Desika Road Chennai 600004
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TN Rajendran & Co.

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

Chartered Accountants

Auditor's Report on Consolidated Quarterly Financial Results and Consolidated Year to Date 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 audited the Consolidated financial results of Megasoft Limited for the quarter ended 31 March 2017 and the Consolidated year to date results for the period 1 April 2016 to 31 March 2017 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 quarterly financial results as well as Consolidated the year to date financial results have been prepared on the basis of the Consolidated interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these Consolidated financial results based on our audit 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), prescribed, 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.

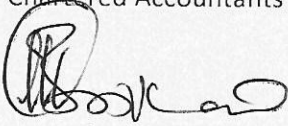
We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of Three subsidiaries included in the consolidated quarterly financial results and consolidated year to date results, whose consolidated interim financial statements reflect total assets of 70.52 Crs as at 31st March 2017 (year to date) and 70.52 Crs as at the quarter ended 31st March 2017 (date of quarter end); as well as the total revenue of 52.30 Crs as at 31st March 2017 and 17.06 Crs as at the quarter ended as at 31st March 2017. These interim financial statements and other financial information have been audited by other auditors whose report(s) has been furnished to us, and our opinion on the quarterly financial results and the year to date results, to the extent they have been derived from such interim financial statements is based solely on the report of such other auditors.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the 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/ loss and other financial information for the quarter ended 31st March 2017 and the consolidated year to date results for the period 1 April 2016 to 31 March 2017.

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



MC Srikanth [M.No. 018588]
Partner

Place: Hyderabad
Date: 30 May, 2017



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



T N Rajendran [M.No. 028778]
Partner



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Chartered Accountants

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: Declaration with respect to audit report with unmodified opinion for the financial year ended 31st March, 2017.

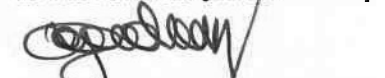
Ref: SEBI Circular No. CIR/CFD/56/2016 dated May 27, 2016

Pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations & Disclosure Requirements), 2015, we hereby confirm and declare that the Statutory Auditors of the Company i.e. M/S Srikanth & Shanthi Associates and M/S T N Rajendran & Co. have submitted the auditor's report on Standalone and Consolidated Financial results for the fourth quarter ended 31st March, 2017 with unmodified opinion.

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


MC Srikanth [M.No. 018588]

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


T N Rajendran [M.No. 028778]

Place: Hyderabad
Date: 30 May, 2017