

**MEGASOFT LIMITED**

CIN : L24100TN1999PLC042730

8th Floor, Unit No. 801-B

Jain Sadguru Image's Capital Park

Plot No. 1, 28 &amp; 29, 98/4/1 to 13

Image Gardens Rd, Madhapur

Hyderabad, Telangana 500081

Tel: +91-40-29320407

Email: investors@megasoft.com

website : www.megasoft.com

**Date:** May 29, 2025**To,**

<b>BSE Limited</b> Phiroze JeeJee Bhoy Towers Dalal Street, Fort Mumbai 400001 <b>Scrip Code:</b> 532408	<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra-Kurla Complex, Bandra(E) Mumbai 400051 <b>Symbol:</b> MEGASOFT
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Dear Sir(s),

**Sub: Outcome of the Board Meeting held on May 29, 2025.**

We refer to our letter dated May 21, 2025 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 the Company met today & approved the Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and year ended on March 31, 2025 in the format prescribed under Regulation 33 of the SEBI (LODR) Regulations, 2015. In this regard we enclose the following:

**A):**

1. Standalone Audited Financial Results for the quarter and year ended March 31, 2025
2. Auditors' Report on above Standalone Audited Financial Results
3. Consolidated Audited Financial Results for the quarter and year ended March 31, 2025
4. Auditors' Report on above Consolidated Audited Financial Results
5. Statement of Assets and Liabilities as at March 31, 2025
6. Standalone and Consolidated Cash Flow Statement for year ended March 31, 2025

Further, Approved the appointment of M. Damodaran & Associates LLP, Company Secretary in Practice (FCS No.: 5837, C.P. No. 5081), as the Secretarial Auditor of the Company for a term of five consecutive years commencing from the audit period covering the financial years from 2025-26 to 2029-30, subject to approval of shareholders at the ensuing Annual General Meeting. Requisite details as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed as **Annexure I**.

Pursuant to Regulation 47 of the SEBI (LODR) Regulations, 2015, we would be publishing an extract of the aforesaid financial results (Standalone & Consolidated) in the prescribed format in English and Tamil Newspapers within the stipulated time. The said 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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

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We further wish to inform that the Meeting of the Board of Directors of the company commenced at 4:30 p.m and concluded at 8:00 p.m.

Kindly take the information on record.

For Megasoft Limited



.....  
**Sunil Kumar Kalidindi**  
**Whole-Time Director & CEO**





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 <b>Megasoft Limited</b>						
Registered Office: #85, Kutchery Road, Mylapore, Chennai, India - 600 004						
Corporate Office : 8th Floor, Unit No. 801B, Jain Sadguru Image's Capital Park, Plot No. 1, 28 & 29, 98/4/1 to 13, Image Gardens Rd, Madhapur, Hyderabad, Telangana 500081						
<b>Audited Financial Results for the Quarter and Year ended March 31, 2025</b>						
CIN: L24100TN1999PLC042730, Phone: +91-44-24616768 Fax: +91-44-24617810, Email: investors@megasoft.com						
Part I	(Rs) In Lakhs					
	Particulars	Standalone				
		Quarter Ended		Year ended		
		31 March 2025 (Audited)*	31 December 2024 (Unaudited)	31 March 2024 (Audited)*	31 March 2025 (Audited)	31 March 2024 (Audited)
I	Revenue from Operations			-		
II	Other Income	1,238.07	1,272.92	760.58	4,128.44	3,734.65
III	<b>Total Revenue (I + II)</b>	<b>1,238.07</b>	<b>1,272.92</b>	<b>760.58</b>	<b>4,128.44</b>	<b>3,734.65</b>
IV	Expenses:					
a	Cost of materials consumed			-		-
b	Purchases of Stock-in-Trade					
c	Changes in inventories of finished goods, Stock-in-Trade and work-in-progress					
d	Employee benefits expense	86.46	59.31	53.16	261.29	205.55
e	Finance costs	486.97	463.69	454.42	1,821.49	1,706.30
f	Depreciation and amortisation expense	120.72	117.33	116.95	446.59	318.82
g	Other expenses	200.03	273.23	89.97	751.56	684.28
	<b>Total Expenses (IV)</b>	<b>894.19</b>	<b>913.56</b>	<b>714.50</b>	<b>3,280.93</b>	<b>2,914.95</b>
V	<b>Profit/ (Loss) before exceptional items and tax (III - IV)</b>	<b>343.88</b>	<b>359.36</b>	<b>46.08</b>	<b>847.51</b>	<b>819.71</b>
VI	Exceptional items		-	-	-	-
VII	<b>Profit/ (Loss) after exceptional items and before tax (V +VI)</b>	<b>343.88</b>	<b>359.36</b>	<b>46.08</b>	<b>847.51</b>	<b>819.71</b>
VIII	Tax expense:					
a	Current tax			-		
b	Deferred tax			-		
c	Tax on earlier years	-				63.64
IX	<b>Total tax expenses</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>63.64</b>
X	Net movement in regulatory deferral account balances related to profit or loss and the related deferred tax movement			-		-
XI	<b>Profit (Loss) for the period from continuing operations (VII-IX+X)</b>	<b>343.88</b>	<b>359.36</b>	<b>46.08</b>	<b>847.51</b>	<b>756.06</b>
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			-		-



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XVI	Profit (Loss) for the period (XI + XIV+XV)	343.88	359.36	46.08	847.51	756.06
XVII	Other Comprehensive Income					
	A 1. Items that will not be reclassified to profit or loss:			-		
	i) Remeasurements of post employment benefit obligations	5.68		0.20	5.68	0.20
	ii) Changes in revaluation surplus					
	2. Income tax relating to these items			-		-
	B. 1. Items that will be reclassified to profit or loss:			-		-
	2. Income tax relating to these items			-		-
XVIII	Total Comprehensive income for the year (XVI+XVII)	349.56	359.36	46.28	853.19	756.26
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	7,377.00	7,377.00	7,377.00	7,377.00	7,377.00
b	(face value of the share shall be indicated)	10.00	10.00	10.00	10.00	10.00
XXII	Details of debt securities			-		-
XXIII	Other Equity excluding revaluation reserve	11,057.38	10,707.81	10,204.18	11,057.38	10,204.18
XXIV	Debenture redemption reserve					
XXV	Earnings per share:					
a	Earnings per equity share for continuing operations					
	Basic earnings (loss) per share from continuing operations	0.47	0.49	0.06	1.15	1.02
	Diluted earnings (loss) per share from continuing operations	0.47	0.49	0.06	1.15	1.02
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					





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	Basic earnings (loss) per share from continuing and discontinued operations	0.47	0.49	0.06	1.15	1.02
	Diluted earnings (loss) per share from continuing and discontinued operations	0.47	0.49	0.06	1.15	1.02
XXVI	Disclosure of notes on financial results					
For Megasoft Limited						
						
Sunil Kumar Kalidindi						
Whole-Time Director & CEO						
Date: 29.05.2025						
Place: Hyderabad						






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

To,  
The Board of Directors,  
Megasoft Limited.

**Report on the Audit of the Standalone Financial Results**

**Opinion**

We have audited the accompanying standalone financial results of Megasoft Limited ("the Company") for the quarter ended 31<sup>st</sup> March, 2025 and the year-to-date results for the period from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

- i. Are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. Give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the quarter ended 31<sup>st</sup> March, 2025 as well as the year-to-date results for the period from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.





## **Management's Responsibilities for the Standalone Financial Results**

These quarterly financial results as well as the year-to-date standalone financial results have been prepared on the basis of the standalone financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

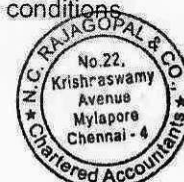
The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Other matters

The Statement includes the results for the quarter ended 31<sup>st</sup> March 2025, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Our opinion on the Statement is not modified in respect of this matter.

Place: Chennai  
Date: 29-05-2025

For N.C. Rajagopal & Co.,  
Chartered Accountants  
(Firm Regn No. 003398S)

*Arjun*

Arjun S  
Partner



(Membership No. 230448)  
UDIN: 25230448BMIMYM7121





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<div>  <b>Megasoft Limited</b> </div>						
Registered Office: #85, Kutchery Road, Mylapore, Chennai, India - 600 004						
Corporate Office : 8th Floor, Unit No. 801B, Jain Sadguru Image's Capital Park, Plot No. 1, 28 & 29, 98/4/1 to 13, Image Gardens Rd, Madhapur, Hyderabad, Telangana 500081						
<b>Audited Financial Results for the Quarter and Year ended March 31, 2025</b>						
CIN: L24100TN1999PLC042730, Phone: +91-44-24616768 Fax: +91-44-24617810, Email: investors@megasoft.com						
Part I	(Rs) In Lakhs					
	Particulars	Consolidated				
		Quarter Ended			Year to date figures for	
		31 March 2025 (Audited)*	31 December 2024 (Unaudited)	31 March 2024 (Audited)*	31 March 2025 (Audited)	31 March 2024 (Audited)
I	Revenue from Operations			-		
II	Other Income	1,265.91	1,272.92	761.42	4,156.28	3,739.53
III	<b>Total Revenue (I + II)</b>	<b>1,265.91</b>	<b>1,272.92</b>	<b>761.42</b>	<b>4,156.28</b>	<b>3,739.53</b>
IV	Expenses:					
a	Cost of materials consumed			-		
b	Purchases of Stock-in-Trade			-		-
c	Changes in inventories of finished goods, Stock-in-Trade and work-in-			-		-
d	Employee benefits expense	86.46	59.31	53.16	261.29	205.55
e	Finance costs	486.98	463.70	454.43	1,821.54	1,706.30
f	Depreciation and amortisation	120.72	117.33	116.95	446.59	318.82
g	Other expenses	227.33	274.04	90.68	782.13	686.67
	<b>Total Expenses (IV)</b>	<b>921.49</b>	<b>914.38</b>	<b>715.22</b>	<b>3,311.55</b>	<b>2,917.34</b>
V	<b>Profit/ (Loss) before exceptional items and tax (III - IV)</b>	<b>344.42</b>	<b>358.54</b>	<b>46.20</b>	<b>844.73</b>	<b>822.19</b>
VI	Exceptional items	-	-	-	-	-
VII	<b>Profit/ (Loss) after exceptional items and before tax (V + VI)</b>	<b>344.42</b>	<b>358.54</b>	<b>46.20</b>	<b>844.73</b>	<b>822.19</b>
VIII	Tax expense:					
a	Current tax			-		-
b	Deferred tax			-		-
c	Tax on earlier years	-	-	-		63.64
IX	<b>Total tax expenses</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>63.64</b>
X	Net movement in regulatory deferral account balances related to profit or loss and the related deferred tax movement					
XI	<b>Profit (Loss) for the period from continuing operations (VII-IX+X)</b>	<b>344.42</b>	<b>358.54</b>	<b>46.20</b>	<b>844.73</b>	<b>758.55</b>
XII	Profit/(loss) from discontinued operations			-		-
XIII	Tax expense of discontinued operations			-		-
XIV	Profit/(loss) from Discontinued operations (after tax) (XII-XIII)			-		-



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XV	Share of profit (loss) of associates and joint ventures accounted for using equity method	(820.26)	227.71	(859.95)	(3,838.47)	(2,033.21)
XVI	<b>Profit (Loss) for the period (XI + XIV+XV)</b>	<b>(475.84)</b>	<b>586.25</b>	<b>(813.75)</b>	<b>(2,993.74)</b>	<b>(1,274.66)</b>
XVII	<b>Other Comprehensive Income</b>					
	<b>A Items that will not be reclassified to profit or loss:</b>			-		-
	i) Remeasurements of post employment benefit obligations	5.68		0.20	5.68	0.20
	ii) Changes in revaluation surplus					
	iii) Share of other comprehensive income from Associate	(702.36)			(702.36)	
	2. Income Tax relating to these items					
	<b>B Items that will be reclassified to profit or loss:</b>			-		-
	1. Fair value changes in Equity Instruments through OCI			-		-
	2. Income Tax relating to these items					
XVIII	<b>Total Comprehensive income for the year (XVI+XVII)</b>	<b>(1,172.52)</b>	<b>586.25</b>	<b>(813.55)</b>	<b>(3,690.42)</b>	<b>(1,274.46)</b>
XIX	<b>Total profit or loss, attributable to</b>					
	Profit/loss attributable to owners of parent			-		
	Total profit/loss attributable to non-controlling interests			-		-
XX	<b>Total Comprehensive income for the period attributable to</b>					
	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	<b>Details of equity share capital</b>					
a	Paid-up equity share capital	7,377.00	7,377.00	7,377.00	7,377.00	7,377.00
b	(face value of the share shall be indicated)	10.00	10.00	10.00	10.00	10.00
XXII	<b>Details of debt securities</b>					
XXIII	<b>Other Equity excluding revaluation reserve</b>	<b>4,217.38</b>	<b>5,389.90</b>	<b>7,907.80</b>	<b>4,217.38</b>	<b>7,907.80</b>
XXIV	<b>Debenture redemption reserve</b>					
XXV	<b>Earnings per share:</b>					
a	<b>Earnings per equity share for continuing operations</b>			-		
	Basic earnings (loss) per share from continuing operations	(0.65)	0.79	(1.10)	(4.06)	(1.73)





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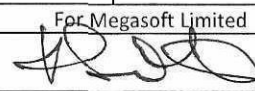
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	Diluted earnings (loss) per share from continuing operations	(0.65)	0.79	(1.10)	(4.06)	(1.73)
<b>b</b>	<b>Earnings per equity share for discontinued operations</b>					
	Basic earnings (loss) per share from discontinued operations			-		-
	Diluted earnings (loss) per share from discontinued operations			-		-
<b>c</b>	<b>Earnings per equity share</b>			-		
	Basic earnings (loss) per share from continuing and discontinued operations	(0.65)	0.79	(1.10)	(4.06)	(1.73)
	Diluted earnings (loss) per share from continuing and discontinued operations	(0.65)	0.79	(1.10)	(4.06)	(1.73)
<b>XXVI</b>	<b>Disclosure of notes on financial results</b>					
For Megasoft Limited						
						
<b>Sunil Kumar Kalidindi</b>						
Whole-Time Director & CEO						
Date: 29.05.2025						
Place: Hyderabad						





**Independent Auditor's Report on the Consolidated Financial Results of the Company  
for the Quarter Year to Date Results Pursuant to the Regulation 33 of the SEBI (Listing  
Obligations and Disclosure Requirements) Regulations, 2015**

To,  
The Board of Directors,  
Megasoftware Limited.

**Report on the Audit of Consolidated Financial Results**

**Opinion**

We have audited the accompanying Statement of Consolidated Financial Results of Megasoftware Limited ("Holding company") its subsidiary and its Associate (holding company, its subsidiary and associate, together referred to as "the Group"), for the quarter and year ended 31<sup>st</sup> March, 2025 ("the Statement"), attached herewith, being submitted by the holding company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditor on separate financial statements/ financial information of the subsidiary and associate, the Statement:

- a. includes the results of the following entities:
  - v. Velapan Systems Private Limited (Subsidiary)
  - vi. Extrovis AG (Associate)
- b. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations, as amended; and
- c. gives a true and fair view, in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net loss, other comprehensive loss and other financial information of the Group for the quarter ended 31<sup>st</sup> March, 2025, as well as the year-to-date results for the period from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025.





## **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Group, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

## **Management's Responsibilities for the Consolidated Financial Results**

These quarterly financial results as well as the year-to-date consolidated financial results.

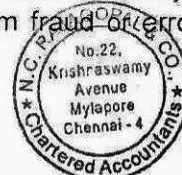
The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error



and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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



## Other Matters

1. We did not audit the financial statements/financial information of the subsidiary, whose financial statements/financial information reflect total assets of Rs.55.31 lakhs as at 31st March, 2025, total revenues of Rs.27.84 lakhs and Rs. 27.84 lakhs, total after tax net profit/(loss) of Rs. 0.54 Lakhs and (Rs. 2.78 Lakhs), and total comprehensive income/(loss) of Rs. 0.54 Lakhs and (Rs. 2.78 Lakhs), for the quarter and for the year ended 31<sup>st</sup> March 2025 respectively, and net cash flows of Rs 6.32 lakhs for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. One associate, whose financial statements include group share of net loss of Rs 820.27 lakhs and Rs 3,838.47 lakhs and Total Comprehensive loss of Rs.1,522.62 lakhs and Rs. 4,540.83 for the quarter and year ended 31<sup>st</sup> March 2025 respectively, as considered in the statement, whose financial statements, other financial information have been audited by their respective independent auditors.

The Statement includes the results for the quarter ended 31<sup>st</sup> March 2025 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Our opinion on the consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Place: Chennai

Date: 29-05-2025

For N.C. Rajagopal & Co.,

Chartered Accountants

(Firm Regd No. 003398S)

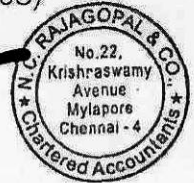
*Arjun*

Arjun S

Partner

(Membership No. 230448)

UDIN: 25230448BMIMYN7702





**MEGASOFT LIMITED**

CIN : L24100TN1999PLC042730

8th Floor, Unit No. 801-B

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**NOTES:**

1. The above results were reviewed by the Audit / Risk & Compliance Committee and approved by the Board of Directors at their meeting on May 29, 2025.
2. Pursuant to the provisions of the SEBI Listing Regulations, an extract of Standalone & Consolidated financial results shall be 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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
3. The Company has one Subsidiary namely Velapan Systems Private Limited as on March 31, 2025.
4. The Company has one Associate namely Extrovis AG as on March 31, 2025.
5. Previous periods' figures have been regrouped/reclassified wherever necessary to conform to the current period classifications/ disclosures.
6. The figures for the three months ended March 31, 2025, and March 31, 2024 are arrived at as difference between audited figures in respect of full financial year and the unaudited published figures upto nine months ended December 31, 2024 of the relevant financial year.

**For Megasoft Limited**

.....  
**Sunil Kumar Kalidindi**  
**Whole-Time Director & CEO**





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website : www.megasoft.com

		<b>Megasoft Limited</b>			
Registered Office: #85, Kutchery Road, Mylapore, Chennai, India - 600 004					
Corporate Office : 01st Floor, Block-3, My Home Hub, Madhapur, Hyderabad – 500081, Telangana, India.					
CIN: L24100TN1999PLC042730, Phone: +91-44-24616768 Fax: +91-44-24617810, Email: investors@megasoft.com					
(Rs. In Lakhs)					
Statement of Asset and Liabilities					
		Standalone		Consolidated	
Particulars		As at 31 March, 2025	As at 31 March, 2024	As at 31 March, 2025	As at 31 March, 2024
	<b>Assets</b>				
<b>1</b>	<b>Non-current assets</b>				
a	Property, plant and equipment	19,998.57	18,718.62	19,998.57	18,718.62
b	Capital work-in-progress				
c	Investment property		-		-
d	Goodwill		-		-
e	Other intangible assets		-		-
f	Intangible assets under development		-		-
g	Biological assets other than bearer plants		-		-
h	Investments accounted for using equity method		-		-
i	Financial assets				
	1. Investments			6,707.26	11,248.10
	a. Investments in subsidiaries	66.00	66.00		-
	b. Investments in associates	13,535.67	13,535.67		-
	c. Other investments				
	2. Other financial assets	608.41	608.41	608.41	608.41
j	Deferred tax assets (net)		-		-
k	Income tax assets (net)		-		-
l	Other non-current assets	3,522.17	692.50	3,522.17	692.50
	<b>Total non-current assets</b>	<b>37,730.82</b>	<b>33,621.21</b>	<b>30,836.41</b>	<b>31,267.63</b>
<b>2</b>	<b>Current assets</b>				
a	Inventories		-	-	-
	<b>Current financial asset</b>				
b	Current investments				





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c	Trade receivables, current		-	-	-
d	Cash and cash equivalents	864.89	1,646.44	916.98	1,704.85
e	Bank balance other than cash and cash equivalents	37.59	144.33	37.59	144.33
f	Loans, current	1,500.00	1,000.00	1,500.00	1,000.00
g	Income tax assets (net)	1,062.33	1,703.38	1,062.33	1,703.38
h	Other current assets	2,083.27	768.89	2,086.50	769.78
	<b>Total current assets</b>	<b>5,548.08</b>	<b>5,263.05</b>	<b>5,603.40</b>	<b>5,322.34</b>
a	Non-current assets classified as held for sale		-	-	-
b	Regulatory deferral account debit balances and related deferred tax Assets		-	-	-
	<b>Total assets</b>	<b>43,278.90</b>	<b>38,884.25</b>	<b>36,439.81</b>	<b>36,589.97</b>
	<b>Equity and liabilities</b>				
<b>1</b>	<b>Equity</b>				
	<b>Equity attributable to owners of parent</b>				
a	Equity share capital	7,377.00	7,377.00	7,377.00	7,377.00
b	Other equity	13,831.10	12,977.91	6,991.11	10,681.54
	<b>Total equity attributable to owners of parent</b>	<b>21,208.11</b>	<b>20,354.91</b>	<b>14,368.11</b>	<b>18,058.54</b>
c	Non controlling interest		-	-	-
	<b>Total equity</b>	<b>21,208.11</b>	<b>20,354.91</b>	<b>14,368.11</b>	<b>18,058.54</b>
<b>2</b>	<b>Liabilities</b>				
	<b>Non-current liabilities</b>				
	<b>Non-current financial liabilities</b>				
a	Borrowings, non-current	12,871.44	13,570.69	12,871.44	13,570.69
b	Lease Liabilities	97.67	162.93	97.67	162.93
c	Trade payables, non-current				
d	Other non-current financial liabilities	2,235.47	2,193.69	2,235.47	2,193.69
	<b>Total non-current financial liabilities</b>	<b>15,204.59</b>	<b>15,927.31</b>	<b>15,204.58</b>	<b>15,927.31</b>
d	Provisions, non-current	35.95	14.30	35.95	14.30
e	Deferred tax liabilities (net)				-
f	Deferred government grants, Non-current		-		-
g	Other non-current liabilities		-	-	-
	<b>Total non-current liabilities</b>	<b>15,240.54</b>	<b>15,941.61</b>	<b>15,240.53</b>	<b>15,941.61</b>
	<b>Current liabilities</b>				
	<b>Current financial liabilities</b>				





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a	Borrowings, current	825.91	897.87	825.91	897.87
b	Lease Liabilities	76.98	73.21	76.98	73.21
c	Trade payables, current	-	-	-	-
	a. Total outstanding dues of micro enterprises and small enterprises		-		
	b. Total outstanding dues of creditors other than micro enterprises and small enterprises		-		
d	Other current financial liabilities	92.90	127.94	92.90	127.94
	<b>Total current financial liabilities</b>	<b>995.79</b>	<b>1,099.02</b>	<b>995.79</b>	<b>1,099.02</b>
e	Other current liabilities	5,771.06	1,338.61	5,771.97	1,340.70
f	Provisions, current	63.41	150.10	63.41	150.10
g	Current tax liabilities (Net)		-		
h	Deferred government grants, Current				
	<b>Total current liabilities</b>	<b>6,830.25</b>	<b>2,587.72</b>	<b>6,831.17</b>	<b>2,589.82</b>
3	Liabilities directly associated with assets in disposal group classified as held for sale		-		-
4	Regulatory deferral account credit balances and related deferred tax liability		-		-
	<b>Total liabilities</b>	<b>22,070.79</b>	<b>18,529.34</b>	<b>22,071.70</b>	<b>18,531.43</b>
	<b>Total equity and liabilities</b>	<b>43,278.90</b>	<b>38,884.25</b>	<b>36,439.81</b>	<b>36,589.97</b>

Note: The disclosure is an extract of the Audited Balance Sheet as at 31 March, 2025 and 31 March, 2024 prepared in compliance with the Indian Accounting Standard (IND-AS)

For Megasoft Limited



*[Signature]*

Sunil Kumar Kalidindi

Whole-Time Director & CEO

Date: 29.05.2025

Place: Hyderabad

*[Signature]*



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MEGASOFT LIMITED		
CIN : L24100TN1999PLC042730		
STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st March 2025		
(All amounts are in Lakhs of Indian rupees unless otherwise stated)		
Particulars	As on 31st March 2025	As on 31st March 2024
<b>A Cash flow from Operating Activities</b>		
Net Profit Before Tax	847.51	819.71
<b>Adjusted for:</b>		
Bad debts written off		
Creditors and other balances written Back		
Depreciation	446.59	318.82
Write Off of Property, Plant and Equipment		
Gratuity - Actuarial (Losses)/Gains	5.68	
Interest Income	(325.79)	(285.99)
Interest & Bank Charges	1,821.49	1,706.30
Unrealised Foreign Exchange Fluctuation		
Impact of Exceptional Items		
<b>Operating Profit Before Working Capital Changes</b>	<b>2,795.49</b>	<b>2,558.84</b>
Adjusted for:		
Other Non-Current Assets	(2,829.67)	(192.50)
Other Current Assets	(1,314.37)	130.87
Trade Receivables and Other Assets	747.79	(384.59)
Trade and other payables	4,310.72	52.29
Other non current liabilities	(1.82)	150.00
<b>Cash Generated from operations</b>	<b>3,708.16</b>	<b>2,314.90</b>
Tax on earlier years		(63.64)
<b>Net Cash from / (Used in) Operating Activities [A]</b>	<b>3,708.14</b>	<b>2,251.24</b>
<b>B Cash Flow from Investing activities</b>		
Purchase of Property, Plant and Equipment	(1,726.55)	(1,118.62)
Loans Given	(1,500.00)	1,800.00
Loans Repaid	1,000.00	
Interest Income (Gross)	325.79	285.99
<b>Net Cash from / (Used in) Investing Activities [B]</b>	<b>(1,900.77)</b>	<b>967.37</b>
<b>C Cash flow from Financial Activities</b>		
Increase / (Decrease) on Borrowings	(767.44)	(38.52)
Interest & Bank Charges	(1,821.49)	(1,706.30)
<b>Net Cash flow from/(Used in) Financing Activities [C]</b>	<b>(2,588.92)</b>	<b>(1,744.82)</b>
<b>Net Cash Flows during the year {A+B+C}</b>	<b>(781.55)</b>	<b>1,473.79</b>
<b>Cash &amp; Cash Equivalents (Opening Balance)</b>	<b>1,646.44</b>	<b>172.65</b>
<b>Cash &amp; Cash Equivalents (Closing Balance)</b>	<b>864.89</b>	<b>1,646.44</b>



*[Handwritten signature]*





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website : www.megasoft.com

MEGASOFT LIMITED		
STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2025		
Particulars	(Amounts in Lakhs)	(Amounts in Lakhs)
	Year ended 31st March 2025	Year ended 31st March 2024
<b>A. Cash flow from Operating Activities</b>		
Profit Before Tax	(2,993.74)	(1,211.03)
<b>Adjusted for:</b>		
Depreciation	446.59	318.82
Interest Income	(353.62)	(290.87)
Interest & Bank Charges	1,821.54	1,706.30
Changes in OCI	5.68	0.20
Share of (Profit)/Loss in Associate	3,838.47	2,033.21
<b>Operating Profit Before Working Capital Changes</b>	<b>2,764.91</b>	<b>2,556.64</b>
<b>Adjusted for:</b>		
Trade and other Receivables	747.79	(384.59)
Trade and other payables	4,309.53	53.40
Other non - current assets	(2,829.67)	(192.50)
Other current assets	(1,316.71)	129.49
Other non current liabilities	(1.81)	150.00
<b>Cash Generated from operations</b>	<b>3,674.03</b>	<b>2,312.43</b>
Tax Expense	-	(63.64)
<b>Net Cash from / (Used in) Operating Activities [A]</b>	<b>3,674.03</b>	<b>2,248.79</b>
<b>B. Cash Flow from Investing activities</b>		
Purchase of Property, Plant and Equipment	(1,726.55)	(1,118.61)
Loans Given	(1,500.00)	-
Loans Repaid	1,000.00	1,800.00
Interest Income (Gross)	353.62	290.87
<b>Net Cash from / (Used in) Investing Activities [B]</b>	<b>(1,872.93)</b>	<b>972.26</b>
<b>C. Cash flow from Financial Activities</b>		
Increase / (Decrease) on Borrowings	(767.44)	(38.51)
Interest & Bank Charges	(1,821.54)	(1,706.30)
<b>Net Cash flow from/(Used in) Financing Activities [C]</b>	<b>(2,588.97)</b>	<b>(1,744.81)</b>
<b>Net Cash Flows during the year {A+B+C}</b>	<b>(787.87)</b>	<b>1,476.24</b>
<b>Cash &amp; Cash Equivalents(Opening Balance)</b>	<b>1,704.85</b>	<b>228.62</b>
<b>Cash &amp; Cash Equivalents (Closing Balance)</b>	<b>916.98</b>	<b>1,704.85</b>



*[Signature]*

*[Signature]*





## MEGASOFT LIMITED

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### Annexure I

#### Disclosure under sub-para (7) of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular

S No.	Particulars	Details
1.	Reason for change	Appointment of M Damodaran & Associates LLP, Company Secretary in Practice (FCS No.: 5837, C.P. No. 5081), as Secretarial Auditor of the Company.
2.	Date of appointment/ <del>reappointment</del> /cessation (as applicable) and term	Appointment for a term of five consecutive years commencing from the audit period covering the financial years from 2025-26 to 2029-30, subject to approval of shareholders at the ensuing Annual General Meeting
3.	Brief profile (in case of appointment)	<p>M Damodaran, Founder &amp; Managing Partner, has over two decades of distinguished experience in the field of Secretarial Practice. He has rich experience in legal advisory, private equity financing, preparation of business plans and valuations. He has led various legal due diligence assignments for M&amp;A transactions, private equity investments and public offerings.</p> <p>He is an elected member of Southern India Regional Council (SIRC) of the Institute of Company Secretaries of India (ICSI).</p> <p>He is a regular speaker at various professional and training programs conducted by ICSI and Reserve Bank of India (RBI).</p> <p>Damodaran is a Fellow Member of ICSI and a graduate in Commerce and Law.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not applicable

- B) Statement on Deviation or Variation for Proceeds of Public Issue, Rights Issue, Preferential Issue, Qualified Institutions Placement etc. - **Not Applicable for the Quarter ended on March 31, 2025.**
- C) Disclosing Outstanding Default on Loans and Debt Securities- **Nil Default on Loans and Debt Securities for the Quarter ended on March 31, 2025.**
- D) Disclosure of Related Party Transactions (applicable only for half-yearly filings i.e., 2nd and 4th quarter) -**Enclosed the same with the XBRL FULL Results.**

**MEGASOFT LIMITED**

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**Date:** May 29, 2025**To,**

<b>BSE Limited</b> Phiroze JeeJee Bhoy Towers Dalal Street, Fort Mumbai 400001 <b>Scrip Code:</b> 532408	<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra-Kurla Complex, Bandra(E) Mumbai 400051 <b>Symbol:</b> MEGASOFT
----------------------------------------------------------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------------------

Dear Sir(s),

**Sub: Declaration pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015**

With reference to the above cited subject, I, Sunil Kumar Kalidindi, Whole-Time Director and Chief Executive Officer of Megasoft Limited hereby declare that the Auditors have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company (Standalone & Consolidated) for the financial year ended March 31, 2025.

Kindly take the information on record.

**For Megasoft Limited**

.....  
**Sunil Kumar Kalidindi**  
**Whole-Time Director & CEO**