



**MEGASOFT LIMITED**

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Chennai - 600 004.

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CIN: L72200TN1999PLC042730

11 April 2014

**BSE Limited**

Phiroze JeeJee Bhoy Towers

Dalal Street

Fort

Mumbai 400001

**Madras Stock Exchange Limited**

Exchange Building

Post Box No.183

No.11, Second Line Beach

Chennai 600001

**National Stock Exchange of India  
Limited**

Exchange Plaza

Bandra-Kurla Complex, Bandra(E)

Mumbai 400051

Dear Sirs

Ref: BSE scrip id 532408

Please find enclosed the Shareholding Pattern of the Company for the quarter ended 31 March 2014 in terms of clause 35 of the Listing Agreement with the Stock Exchanges.

Kindly acknowledge receipt.

Thanking you

Very truly yours

**MEGASOFT LIMITED**

**GP Srinath**

*Company Secretary / Compliance Officer*





**Introductory sub-table (I)(a)**

Name of the Company : MEGASOFT LIMITED

Scrip Code: 532408

Quarter Ended:

31-Mar-14

Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	--	--	--
Held by public	--	--	--
Total - D	--	--	--

  

Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	--	--	--
Held by public	--	--	--
Total - E	--	--	--

  

Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	--	--	--
Held by public	--	--	--
Total - F	--	--	--

  

Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	44,267,293		
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**Statement Showing Shareholding Pattern  
Table (I)(a)**

Name of the Company : MEGASOFT LIMITED

Scrip Code: 532408

Quarter Ended: 31-Mar-14

Category Code	Category of shareholder	Number of shareholders	Total No. of shares	Number of shares held in dematerialised form	Total shareholding as a % of total no. of shares		Shares Pledged or otherwise encumbered	
					As a % of (A+B) (VI)	As a % of (A+B+C) (VII)	Number of Shares (VIII)	As a percentage (IX)=(VIII / IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
<b>A</b>	<b>Shareholding of Promoter and Promoter Group</b>							
1	<b>Indian</b>							
(a)	Individuals / HUF	4	3,203,956	3,203,956	7.2378	7.2378	--	--
(b)	Central Government / State Government(s)	--	--	--	--	--	--	--
(c)	Bodies Corporate	--	--	--	--	--	--	--
(d)	Financial Institutions / Banks	--	--	--	--	--	--	--
(e)	Any Other (specify)	--	--	--	--	--	--	--
	<b>Sub-Total A(1)</b>	<b>4</b>	<b>3,203,956</b>	<b>3,203,956</b>	<b>7.2378</b>	<b>7.2378</b>	<b>--</b>	<b>--</b>
2	<b>Foreign</b>							
(a)	Individuals (NRI / Foreign individuals)	--	--	--	--	--	--	--
(b)	Bodies Corporate	--	--	--	--	--	--	--
(c)	Institutions	--	--	--	--	--	--	--
(d)	Qualified Foreign Investor	--	--	--	--	--	--	--
(e)	Any Other (specify)	--	--	--	--	--	--	--
	<b>Sub-Total A(2)</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>
	<b>Total Shareholding of Promoter &amp; Promoter Group (A=A1+A2)</b>	<b>4</b>	<b>3,203,956</b>	<b>3,203,956</b>	<b>7.2378</b>	<b>7.2378</b>	<b>--</b>	<b>--</b>
<b>B</b>	<b>Public Shareholding</b>							
1	<b>Institutions</b>							
(a)	Mutual Funds / UTI	2	1,768,877	1,768,877	3.9959	3.9959		
(b)	Financial Institutions / Banks	2	87	87	0.0002	0.0002		
(c)	Central Government / State Government(s)	--	--	--	--	--		
(d)	Venture Capital Funds	1	3,762,375	3,762,375	8.4992	8.4992		
(e)	Insurance Companies	1	30,478	30,478	0.0688	0.0688		
(f)	Foreign Institutional Investors	4	4,171,943	4,171,943	9.4244	9.4244		
(g)	Foreign Venture Capital Investors	--	--	--	--	--		
(h)	Qualified Foreign Investor	--	--	--	--	--		
(i)	Any Other (specify)	--	--	--	--	--		
	<b>Sub Total B(1)</b>	<b>10</b>	<b>9,733,760</b>	<b>9,733,760</b>	<b>21.9886</b>	<b>21.9886</b>		
2	<b>Non-institutions</b>							
(a)	Bodies Corporate	549	5,986,738	3,934,176	13.5241	13.5241		
(b)	Individuals	22,939	6,732,032	6,392,108	15.2077	15.2077		
(i)	Individual shareholders holding nominal share capital up to Rs 1 lakh	169	12,539,054	10,515,354	28.3258	28.3258		
(ii)	Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--		
(c)	Qualified Foreign Investor	6	2,403,735	2,403,735	5.4300	5.4300		
(d)	Any Other (specify)	637	649,939	649,939	1.4682	1.4682		
	Directors & their Relatives	4	2,325	2,325	0.0053	0.0053		
	HUF	1	1,747,872	1,747,872	3.9485	3.9485		
	Trusts	228	1,241,651	1,219,590	2.8049	2.8049		
	Foreign corporate bodies	1	31	31	0.0001	0.0001		
	NRI	31	26,200	26,200	0.0592	0.0592		
	OCB	908	6,071,753	6,049,692	13.7161	13.7161		
	Clearing Members	24,565	31,329,577	26,891,330	70.7736	70.7736		
	<b>Sub Total B(2)</b>	<b>24,565</b>	<b>31,329,577</b>	<b>26,891,330</b>	<b>70.7736</b>	<b>70.7736</b>		
	<b>Total Public Shareholding (B=B1+B2)</b>	<b>24,575</b>	<b>41,063,337</b>	<b>36,625,090</b>	<b>92.7622</b>	<b>92.7622</b>		
	<b>Total (A+B)</b>	<b>24,579</b>	<b>44,267,293</b>	<b>39,829,046</b>	<b>100.0000</b>	<b>100.0000</b>		
<b>C</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>							
1	Promoter & Promoter Group	--	--	--	--	--		
2	Public	--	--	--	--	--		
	<b>Grand Total</b>	<b>24,579</b>	<b>44,267,293</b>	<b>39,829,046</b>	<b>100.0000</b>	<b>100.0000</b>	<b>--</b>	<b>--</b>





(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
1	SRINIVAS RAJU D	747,600	1.6888	--	--	--	--	1.6888
2	GODAVARI GREENLANDS PVT LTD	1,343,750	3.0355	--	--	--	--	3.0355
3	SATYAVATHI DENDUKURI	835,500	1.8874	--	--	--	--	1.8874
4	ASHISH DHAWAN	3,554,769	8.0302	--	--	--	--	8.0302
5	VENKATARAMAN KUMAR GANDARAVAKOTTAI	2,226,911	5.0306	--	--	--	--	5.0306
6	COPTHALL MAURITIUS INVESTMENT LTD.	1,978,712	4.4699	--	--	--	--	4.4699
7	DEUTSCHE SECURITIES MAURITIUS LIMITED	1,197,125	2.7043	--	--	--	--	2.7043
8	MORGAN STANLEY MAURITIUS COMPANY LIMITE	890,481	2.0116	--	--	--	--	2.0116
9	SAIF II MAURITIUS COMPANY LIMITED	1,747,872	3.9465	--	--	--	--	3.9465
10	BIRLA SUN LIFE TRUSTEE COMPANY PVT LTD			--	--	--	--	
	A/C BIRLA SUN LIFE EQUITY FUND	1,515,748	3.4241	--	--	--	--	3.4241
11	I LABS VENTURE CAPITAL FUND	3,762,375	8.4992	--	--	--	--	8.4992
12	SRI POWER GENERATION (INDIA) PRIVATE LIMITE	1,769,822	3.9980	--	--	--	--	3.9980
13	VENTURETECH SOLUTIONS P LTD	458,250	1.0352	--	--	--	--	1.0352
		<b>22,028,915</b>	<b>49.7634</b>	--	--	--	--	<b>49.7634</b>

(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
1	ASHISH DHAWAN	3,554,769	8.0302	--	--	--	--	8.0302
2	VENKATARAMAN KUMAR GANDARAVAKOTTAI	2,226,911	5.0306	--	--	--	--	5.0306
3	I LABS VENTURE CAPITAL FUND	3,762,375	8.4992	--	--	--	--	8.4992
		<b>9,544,055</b>	<b>21.5601</b>	--	--	--	--	<b>21.5601</b>





(I)(b) Statement showing shareholding of persons belonging to the category "Promoter and Promoter Group"

Sr No	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of Grand Total (A+B+C)	No. of shares	As a %	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(i)	(ii)	(iii)	(iv)	(v)	(vi)=[v / iii]*100	(vii)	(viii)	(ix)	(x)	(xi)	(xii)
1	S.RAVINDRA BABU	1,971,870	4.4545	--	0.0000	0.0000	--	--	--	--	4.4545
2	S RAVINDRA BABU	716,898	1.6195	--	0.0000	0.0000	--	--	--	--	1.6195
3	RAVINDRA BABU.S (HUF)	512,126	1.1569	--	0.0000	0.0000	--	--	--	--	1.1569
4	SARASWATHAMMA.S	3,062	0.0069	--	0.0000	0.0000	--	--	--	--	0.0069
	<b>Total</b>	<b>3,203,956</b>	<b>7.2378</b>	--	<b>0.0000</b>	<b>0.0000</b>	--	--	--	--	<b>7.2378</b>





(I)(d) Statement showing details of lock-in shares

	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
	Nil		
	<b>Total</b>		--

(II)(a) Statement showing details of Depository Receipts

Sr No	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	No. of outstanding DRs	No. of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
1	NIL			
	<b>Total</b>		--	0.00

(II)(b) Statement showing holding of Depository Receipts where underlying shares are in excess of 1% of the total number of shares

Sr No	Name of the DR holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	No. of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
1	NIL			
	<b>Total</b>		--	0.00



For MEGASOFT LIMITED

*GP Srinath*  
**GP SRINATH**  
 Company Secretary