



Introductory sub-table (I)(a)

Name of the Company : **MEGASOFT LIMITED**

Scrip Code: **532408**

Quarter Ended:

31-Mar-15

| 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 | | |
|---|------------|--|--|





**Statement Showing Shareholding Pattern
Table (I)(a)**

Name of the Company : MEGASOFT LIMITED

Scrip Code: 532408

Quarter Ended: 31-Mar-15

| 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) | As a % of (A+B+C) | Number of Shares | As a percentage (IX)=(VIII / IV)*100 |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX) |
| A | Shareholding of Promoter and Promoter Group | | | | | | | |
| 1 | Indian | | | | | | | |
| (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) | -- | -- | -- | -- | -- | -- | -- |
| | Sub-Total A(1) | 4 | 3,203,956 | 3,203,956 | 7.2378 | 7.2378 | -- | -- |
| 2 | Foreign | | | | | | | |
| (a) | Individuals (NRI / Foreign individuals) | -- | -- | -- | -- | -- | -- | -- |
| (b) | Bodies Corporate | -- | -- | -- | -- | -- | -- | -- |
| (c) | Institutions | -- | -- | -- | -- | -- | -- | -- |
| (d) | Qualified Foreign Investor | -- | -- | -- | -- | -- | -- | -- |
| (e) | Any Other (specify) | -- | -- | -- | -- | -- | -- | -- |
| | Sub-Total A(2) | -- | -- | -- | -- | -- | -- | -- |
| | Total Shareholding of Promoter & Promoter Group (A=A1+A2) | 4 | 3,203,956 | 3,203,956 | 7.2378 | 7.2378 | -- | -- |
| B | Public Shareholding | | | | | | | |
| 1 | Institutions | | | | | | | |
| (a) | Mutual Funds / UTI | 1 | 1,497,036 | 1,497,036 | 3.3818 | 3.3818 | | |
| (b) | Financial Institutions / Banks | 1 | 12 | 12 | 0.0000 | 0.0000 | | |
| (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 | 3 | 2,326,424 | 2,326,424 | 5.2554 | 5.2554 | | |
| (g) | Foreign Venture Capital Investors | -- | -- | -- | -- | -- | | |
| (h) | Qualified Foreign Investor | -- | -- | -- | -- | -- | | |
| (i) | Any Other (specify) | -- | -- | -- | -- | -- | | |
| | Foreign Portfolio Investor (Corporate) Category-II | 1 | 1,197,125 | 1,197,125 | 2.7043 | 2.7043 | | |
| | Sub Total B(1) | 8 | 8,813,450 | 8,813,450 | 19.9096 | 19.9096 | | |
| 2 | Non-institutions | | | | | | | |
| (a) | Bodies Corporate | 503 | 6,450,757 | 4,398,195 | 14.5723 | 14.5723 | | |
| (b) | Individuals | | | | | | | |
| (i) | Individual shareholders holding nominal share capital up to Rs 1 lakh | 21,964 | 7,288,092 | 6,948,165 | 16.4638 | 16.4638 | | |
| (ii) | Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 201 | 13,949,606 | 11,925,906 | 31.5122 | 31.5122 | | |
| (c) | Qualified Foreign Investor | -- | -- | -- | -- | -- | | |
| (d) | Any Other (specify) | | | | | | | |
| | Directors & their Relatives | 6 | 2,402,222 | 2,402,222 | 5.4266 | 5.4266 | | |
| | HUF | 621 | 688,523 | 688,523 | 1.5554 | 1.5554 | | |
| | Trusts | 2 | 1,075 | 1,075 | 0.0024 | 0.0024 | | |
| | Foreign corporate bodies | -- | -- | -- | -- | -- | | |
| | NRI | 212 | 1,431,834 | 1,409,773 | 3.2345 | 3.2345 | | |
| | OCB | -- | -- | -- | -- | -- | | |
| | Clearing Members | 22 | 37,778 | 37,778 | 0.0853 | 0.0853 | | |
| | Sub Total B(2) | 863 | 4,561,432 | 4,539,371 | 10.3043 | 10.3043 | | |
| | Sub Total B(2) | 23,531 | 32,249,887 | 27,811,637 | 72.8526 | 72.8526 | | |
| | Total Public Shareholding (B=B1+B2) | 23,539 | 41,063,337 | 36,625,087 | 92.7622 | 92.7622 | | |
| | Total (A+B) | 23,543 | 44,267,293 | 39,829,043 | 100.0000 | 100.0000 | | |
| C | Shares held by Custodians and against which Depository Receipts have been issued | | | | | | | |
| 1 | Promoter & Promoter Group | -- | -- | -- | -- | -- | | |
| 2 | Public | -- | -- | -- | -- | -- | | |
| | Grand Total | 23,543 | 44,267,293 | 39,829,043 | 100.0000 | 100.0000 | -- | -- |





(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 securities | | 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) | 512,125 | 1.1569 | -- | 0.0000 | 0.0000 | -- | -- | -- | -- | 1.1569 |
| 4 | SARASWATHAMMA.S | 3,062 | 0.0069 | -- | 0.0000 | 0.0000 | -- | -- | -- | -- | 0.0069 |
| | Total | 3,203,956 | 7.2378 | -- | 0.0000 | 0.0000 | -- | -- | -- | -- | 7.2378 |





(l)(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 share:

| | 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 (l)(a) above) | 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 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. | 1,801,485 | 4.0696 | -- | -- | -- | -- | 4.0696 |
| 7 | DEUTSCHE SECURITIES MAURITIUS LIMITED | 1,197,125 | 2.7043 | -- | -- | -- | -- | 2.7043 |
| 8 | RAKESH MISHRA | 700,152 | 1.5816 | -- | -- | -- | -- | 1.5816 |
| | BIRLA SUN LIFE TRUSTEE COMPANY PVT LTD | | | | | | | |
| 9 | A/C BIRLA SUN LIFE EQUITY FUND | 1,497,036 | 3.3818 | -- | -- | -- | -- | 3.3818 |
| 10 | I LABS VENTURE CAPITAL FUND | 3,762,375 | 8.4992 | -- | -- | -- | -- | 8.4992 |
| 11 | SRI POWER GENERATION (INDIA) PRIVATE LIMIT | 1,769,822 | 3.9980 | -- | -- | -- | -- | 3.9980 |
| 12 | VENTURETECH SOLUTIONS P LTD | 458,250 | 1.0352 | -- | -- | -- | -- | 1.0352 |
| | | 19,894,775 | 44.9424 | -- | -- | -- | -- | 44.9424 |

(l)(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 (l)(a) above) | 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 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 |
| | | 9,544,055 | 21.5601 | -- | -- | -- | -- | 21.5601 |





(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 | | |
| | Total | | -- |

(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 | | | |
| | Total | | -- | 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 | | | |
| | Total | | -- | 0.00 |



For MEGASOFT LIMITED

A. J. [Signature]
 Authorised Signatory