

Date: 11/11/2017

To

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400 001 Email Id: corp.compliance@bseindia.com Scrip Code: 539012	Head- Listing & Compliance Metropolitan Stock Exchange of India Ltd. Exchange Square, Suren Road, Chakala, Andheri (East), Mumbai- 400093 Email Id: listingcompliance@msei.in Symbol: MEGRISOFT
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Subject: Outcome of the Board Meeting held on 11th November , 2017

Dear Sir/Madam,



With reference to the above stated subject matter, kindly note that the Board Meeting of M/s. Megri Soft Limited was duly held on 11th November, 2017 and the following business were concluded in the meeting:

1. The Unaudited Financial Results for the quarter/six months ended September 30th, 2017 together with Limited Review Report of the Statutory Auditors of the Company were duly approved by the Board of Directors.
2. The Unaudited financial results of the Company for the quarter/three months ended June 30, 2017 in Ind AS format together with Limited Review Report of the Statutory Auditors of the Company were duly approved by the Board of Directors.
3. Appointed Mr. Raman Seth (DIN: 07986684) as an Additional Director (independent) on the board of the Company.
4. Resignation letter of Ms. Ankita Jain who has resigned from the post of Company Secretary w.e.f. October 28, 2017 has taken note off.

Please take the aforesaid in your records and acknowledge the receipt of the same.

Thanking You,
Yours Faithfully ,

For Megri Soft Limited

(Rajnesh Sharma)
(Whole Time Director)

Encl: a.a




Limited Review Report


**Review Report to
The Board of Directors
Megri Soft Limited**

1. We have reviewed the accompanying statement of standalone unaudited financial results of **Megri Soft Limited** ("the Company") for the Quarter & half year ended September 30, 2017 attached herewith being submitted by the Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as modified by circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. This statement has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind As 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant laws issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Engagements to Review Interim Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind As 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant laws issued there under and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Chandigarh
Date: 11.11.2017

For Kapil Sandeep & Associates
Chartered Accountants
Firm Registration No: 016244N


(Kapil Sabherwal)
Partner
M. No. 096858



MEGRI SOFT LIMITED

S.C.O. 80, SETOR 47D, CHANDIGARH-160047

CIN: L72200CH1992PLC011996, Ph No. +91-172-2631550, Fax : +91-172-5012787

Email ID:- legal@megrisoft.net Website: www.megrisoft.com

Statement of Standalone Unaudited Financial Results for the Quarter and Six Months Ended 30/09/2017

		(Rs. in lakhs)					
Sr. No	Particulars	Quarter ended 30.09.2017	Quarter ended 30.06.2017	Cofresponding Quarter ended 30.09.2016 in the Previous year	Year to date figures for current period ended (30/09/2017)	Year to date figures for previous year ended (30/09/2016)	Year ended 31.03.2017
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Revenue from operations	25.56	62.10	50.99	87.66	111.62	182.83
II	Other income	7.21	7.00	10.63	14.21	22.56	43.90
	Other Gains/ (losses) - net	0	0.00	0			0
III	Total Income (I+II)	32.77	69.10	61.62	101.87	134.18	226.73
IV	Expenses						
	Cost of materials consumed	0	0.00	0	0	0	0
	Purchases of stock-in-trade	0	0.00	0	0	0	0
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	0	0.00	0	0	0	0
	Employee benefits expense	10.18	11.97	12.61	22.15	28.66	58.01
	Finance costs	0.37	0.75	1.21	1.12	2.08	3.90
	Depreciation and amortisation expense	5.73	5.61	5.96	11.34	11.97	23.84
	Other expenses	12.26	19.25	24.15	31.51	49.82	90.74
	Total expenses (IV)	28.54	37.58	43.93	66.12	92.53	176.49
V	Profit / (Loss) before exceptional items and extraordinary items and tax (III - IV)	4.23	31.52	17.69	35.75	41.65	50.24
VI	Exceptional items	0	0.00	0	0	0	0
VII	Profit / (Loss) before tax (V+VI)	4.23	31.52	17.69	35.75	41.65	50.24
VIII	Tax expense						
	(1) Current Tax	0.4	10.74	4.91	11.14	11.69	16.23
	(2) Deferred Tax	0	0.00	0			-2.84
IX	Profit/ (loss) for the period from continuing operations (VII-VIII)	3.83	20.78	12.78	24.61	29.96	36.85
X	Profit / (Loss) from discontinued operations	0	0.00	0	0	0	0
XI	Tax Expenses of Discontinued operations	0	0.00	0	0	0	0
XII	Profit / (Loss) from discontinued operations (after tax) (X-XI)	0	0.00	0	0	0	0
XIII	Profit / (Loss) for the period (IX+ XII)	3.83	20.78	12.78	24.61	29.96	36.85
XIV	Other Comprehensive Income						
	A (i) Items that will not be reclassified to profit or loss Re-measurement Gain (loss) on defined benefit obligations	0	0.00	0	0	0	0
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0	0.00	0	0	0	0
	B (i) Items that will be reclassified to profit or loss	0	0.00	0	0	0	0
	(ii) Income tax relating to items that will be reclassified to profit or loss	0	0.00	0	0	0	0
XV	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (loss) And Other Comprehensive income for the period)	3.83	20.78	12.78	24.61	29.96	36.85
XVI	Earning per Equity Share (for continuing operation)						
	(1) Basic	0.12	0.66	0.41	0.78	0.95	1.17
	(2) Diluted	0.12	0.66	0.41	0.78	0.95	1.17
XVII	Earning per Equity Share (for discontinued operation)						
	(1) Basic	0	0.00	0	0	0	0
	(2) Diluted	0	0.00	0	0	0	0
XVIII	Earning per Equity Share (for continuing and discontinued operation)						
	(1) Basic	0.12	0.66	0.41	0.78	0.95	1.17
	(2) Diluted	0.12	0.66	0.41	0.78	0.95	1.17

Notes:

1. The Company has adopted Ind-As w.e.f 01.04.2017. This statement of Financial Results have been prepared in accordance with Indian Accounting Standards (Ind-As) prescribed under Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 (Ind-As) and SEBI circular no. CIR/CFD/FAC/62/2016 dated 05.07.2016.

2. Segment reporting as required under Ind AS 108 is not applicable to our company.

3. Figures have been regrouped and rearranged wherever necessary.

4. The above results along for the quarter ended 30.09.2017 were reviewed and recommended by the Audit Committee in its meeting held on 11.11.2017

5. The above results for the quarter ended 30.09.2017 have been duly approved and taken on record by the Board of Directors of the Company in its meeting held on 11.11.2017

6. The Company does not have any exceptional and extraordinary items to report for the above period.

7. In terms of Regulation 32 (2) (a) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) regulations, 2015, the Director and Chief Financial Officer have certified that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

8. The full format of quarterly results are available on the website of BSE Limited <http://www.bseindia.com>.

9. The reconciliation of Net profit/Loss reported in accordance with India GAAP with respect to the corresponding quarter ended 30.09.2017 to total comprehensive income in accordance with Ind-As is given below

Particulars			Quarter Ended 30.09.2017 (in Lacs)
Profit after tax reported under previous Indian GAAP			3.83
Ins As adjustments			0
Net profit after Tax as reported under Ind As			3.83
Other Comprehensive Income (Net of Tax)			0
Total Comprehensive Income as reported under Ind As			3.83

Date: November 11, 2017

Place: Chandigarh

For Megri Soft Limited

Rajnish Sharma
(Whole Time Director)
DIN: 02528435

MEGRI SOFT LIMITED

SCO 80, Sector 47D, Chandigarh -160047

CIN:L72200CH1992PLC011996

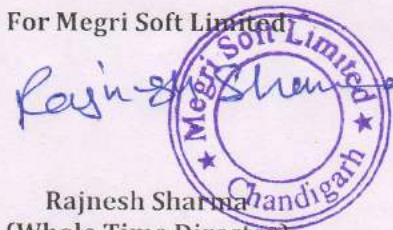
E-Mail id: legal@megrisoft.net, Website: www.megrisoft.com

Statement of Assets & Liabilities as at 30th September, 2017

(Amount in Lacs)

S. No.	Particulars	As At September 30,2017 (Unaudited)	As At March 31,2017 (Audited)
I	<u>EQUITY & LIABILITIES</u>		
1	SHAREHOLDERS' FUNDS		
	a) Share Capital	314.07	314.07
	b) Reserves and Surplus	1559.26	1534.65
2	NON CURRENT LIABILITIES		
	a)Deferred Tax Liabilities (Net)	0.00	0.00
3	CURRENT LIABILITIES		
	a) Short-term borrowings	0.00	0.00
	b) Trade payables	0.00	1.78
	c) Other current liabilities	1.07	8.15
	d) Short-term provisions	7.89	20.90
	Total Liabilities	1882.29	1879.55
II	<u>ASSETS</u>		
1	NON-CURRENT ASSETS		
	a) Fixed Assets	602.08	607.16
	b) Non-Current Investments	151.25	154.78
	c) Long-Term Loans and Advances	664.34	502.68
	d) deferred Tax assets	0.00	1.95
	e) Other Non-Current Assets	25.52	4.32
2	CURRENT ASSETS		
	a) Trade Receivables	47.76	50.38
	b) Cash and Cash Equivalents	380.63	490.76
	c) Short-Term Loans and Advances	4.78	11.73
	d) Other Current Assets	5.93	55.79
	Total Assets	1882.29	1879.55

For Megri Soft Limited



Rajnesh Sharma
(Whole Time Director)

Place: Chandigarh

Date: November 11, 2017



Limited Review Report

**Review Report to
The Board of Directors
Megri Soft Limited**

1. We have reviewed the accompanying statement of standalone unaudited financial results of **Megri Soft Limited** ("the Company") for the Quarter & three months period ended June 30, 2017 attached herewith being submitted by the Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as modified by circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. This statement has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind As 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant laws issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Engagements to Review Interim Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind As 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant laws issued there under and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Chandigarh
Date: 11.11.2017

For Kapil Sandeep & Associates
Chartered Accountants
Firm Registration No: 016244N



(Kapil Sabherwal)
Partner
M. No. 096858

MEGRI SOFT LIMITED

S.C.O. 80, SETOR 47D, CHANDIGARH-160047

CIN: L72200CH1992PLC011996, Ph No. +91-172-2631550, Fax: +91-172-5012787

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Statement of Standalone Unaudited Financial Results for the Quarter and Three Months Ended 30/06/2017

		(Rs. in lakhs)				
Sr. No	Particulars	Note No.	Quarter ended	Quarter ended	Corresponding	Year ended
			30.06.2017	31.03.2017	quarter ended	31.03.2017
			Unaudited	Audited	30.06.2016	Audited
					Unaudited	
I	Revenue from operations		62.1	31.2	60.63	182.83
II	Other income		7	9.76	11.93	43.9
	Other Gains/ (losses) - net		0	0	0	0
III	Total Income (I+II)		69.1	40.96	72.56	226.73
IV	Expenses					
	Cost of materials consumed		0	0	0	0
	Purchases of stock-in-trade		0	0	0	0
	Changes in inventories of finished goods, work-in-progress and stock-in-trade		0	0	0	0
	Employee benefits expense		11.97	10.11	16.05	58.01
	Finance costs		0.75	1.07	0.87	3.9
	Depreciation and amortisation expense		5.61	5.91	6.01	23.84
	Other expenses		19.25	21.02	25.67	90.74
	Total expenses (IV)		37.58	38.11	48.6	176.49
V	Profit / (Loss) before exceptional items and extraordinary items and tax (III - IV)		31.52	2.85	23.96	50.24
VI	Exceptional items		0	0	0	0
VII	Profit / (Loss) before tax (V+VI)		31.52	2.85	23.96	50.24
VIII	Tax expense					
	(1) Current Tax		10.74	-2.24	6.78	16.23
	(2) Deferred Tax		0	0	0	-2.84
IX	Profit/ (loss) for the period from continuing operations (VII-VIII)		20.78	5.09	17.18	36.85
X	Profit / (Loss) from discontinued operations		0	0	0	0
XI	Tax Expenses of Discontinued operations		0	0	0	0
XII	Profit / (Loss) from discontinued operations (after tax) (X-XI)		0	0	0	0
XIII	Profit / (Loss) for the period (IX+ XII)		20.78	5.09	17.18	36.85
XIV	Other Comprehensive Income					
	A (i) Items that will not be reclassified to profit or loss Re-measurement Gain (loss) on defined benefit obligations		0	0	0	0
	(ii) Income tax relating to items that will not be reclassified to profit or loss		0	0	0	0
	B (i) Items that will be reclassified to profit or loss		0	0	0	0
	(ii) Income tax relating to items that will be reclassified to profit or loss		0	0	0	0
XV	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (loss) And Other Comprehensive income for the period)		20.78	5.09	17.18	36.85
XVI	Earning per Equity Share (for continuing operation)					
	(1) Basic		0.66	0.16	0.55	1.17
	(2) Diluted		0.66	0.16	0.55	1.17
XVII	Earning per Equity Share (for discontinued operation)					
	(1) Basic		0	0	0	0
	(2) Diluted		0	0	0	0
XVIII	Earning per Equity Share (for continuing and discontinued operation)					
	(1) Basic		0.66	0.16	0.55	1.17
	(2) Diluted		0.66	0.16	0.55	1.17

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Notes:

1. The Company has adopted Ind-As w.e.f 01.04.2017. This statement of Financial Results have been prepared in accordance with Indian Accounting Standards (Ind-As) prescribed under Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 (Ind-As) and SEBI circular no. CIR/CFD/FAC/62/2016 dated 05.07.2016.
2. The Statutory Auditors of the Company have carried out the Limited Review of results for the quarter ended 30.06.2017. The Financial results for the corresponding quarter ended 30.06.2016 have been re-stated to make them Ind-As Compliant but have not been subjected to limited review. Further, the audited figures for the preceding quarter ended 31.03.2017 and previous year ended 31.03.2017 have also been re-stated to make them Ind-As compliant but have not been subjected to Audit again. However, the management has exercised necessary due diligence to ensure that the financial results provide a true and fair view of the affairs.
3. Segment reporting as required under Ind AS 108 is not applicable to our company.
4. Figures have been regrouped and rearranged wherever necessary.
5. The above results for the quarter ended 30.06.2017 were reviewed and recommended by the Audit Committee in its meeting held on 11.11.2017.
6. The above results for the quarter ended 30.06.2017 have been duly approved and taken on record by the Board of Directors of the Company in its meeting held on 11.11.2017
7. The Company does not have any exceptional and extraordinary items to report for the above period.
8. In terms of Regulation 32 (2) (a) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) regulations, 2015, the Managing Director and Chief Financial Officer have certified that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.
9. Apart from adoption of Ind-As, during the period under review, there are no other changes in the accounting policies of the Company.
10. The full format of quarterly results are available on the website of BSE Limited <http://www.bseindia.com>.
11. The reconciliation of Net profit/Loss reported in accordance with India GAAP with respect to the corresponding quarter ended 30.06.2017 to total comprehensive income in accordance with Ind-As is given below

Particulars	Quarter Ended 30.06.2017 (in Lacs)
Profit after tax reported under previous Indian GAAP	20.78
Ins As adjustments	0
Net profit after Tax as reported under Ind As	20.78
Other Comprehensive Income (Net of Tax)	0
Total Comprehensive Income as reported under Ind As	20.78

Date: November 11, 2017
Place: Chandigarh

For Megri Soft Limited



Rajnesh Sharma
(Whole Time Director)
DIN: 02528435