Megrisoft®
Estd. 1992

MEGRI SOFT LIMITED
SCO 80 Sector 47-D Chandigarh 160 047
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support@megrisoft.com www.megrisoft.com
CIN : L72200CH1992PLC011996

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 4th floor, Vibgyor Towers, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400 098, Email Id: listingcompliance@msei.in Symbol: **MEGRISOFT**

Subject: Outcome of Board Meeting - Un-audited Financial Results (Standalone and Consolidated) for Quarter/Three month ended 30th June, 2020

Dear Sir,

Pursuant to the Regulation 30 read with Part A of Schedule III and Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Board of Directors of the Company has, at its meeting held today i.e. on Wednesday, 05th August, 2020, inter alia considered and unanimously approved the Standalone and Consolidated Un-audited Financial Results for the quarter and three month ended 30th June, 2020 along with the 'Limited Review Report' of the Statutory Auditors thereon.

The meeting of the Board of Directors commenced at 02:00 p.m. on August 05, 2020 and concluded at 04.00 p.m.

Kindly take the same on records.

Thanking You,

Yours Faithfully ,
For Megri Soft Limited

Megri Soft Limited Chandigarh

(Kajal Rawat)
Company Secretary & Compliance Officer
M.No: 61667

Date: 05/08/2020
Place: Chandigarh

INDEPENDENT AUDITOR'S REVIEW REPORT ON THE QUARTERLY UNAUDITED STANDALONE FINANCIAL RESULTS OF MEGRI SOFT LIMITED PURSUANT TO THE REGULATION 33 OF THE SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

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

1. We have reviewed the accompanying Statement of unaudited Standalone Financial Results of MEGRI SOFT LIMITED ("the Company") for the quarter ended June 30, 2020 ("the Statement"), being submitted by the Company pursuant to the requirement of regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended (' the Regulation') including relevant circulars issued by the SEBI from time to time.

2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and as per the presentation requirements of SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016, (hereinafter referred to as 'the SEBI Circular), and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and as per the presentation requirements of the SEBI Circular, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in

Sanjay Arora & Associates Chartered Accountants FRN 008445N

accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. We draw attention to Note 4 to the accompanying Statement with respect to uncertainties relating to COVID-19 pandemic outbreak and management's evaluation of its impact on the operations of the Company and on the accompanying Statement, the extent of which is significantly dependent upon future developments. Our opinion is not modified in respect of this matter.

For **Sanjay Arora & Associates**
Chartered Accountants
ICAI Firm Registration Number: 008445N



Neelkant Gargya
Partner
Membership Number: 093624
Place of Signature: Chandigarh
Date: Aug 5, 2020
ICAI UDIN: 20093624AAAABM5819

MEGRI SOFT LIMITED
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STATEMENT OF UNAUDITED STANDALONE PROFIT AND LOSS FOR THE QUARTER ENDED JUNE 30, 2020

(Rs. in lakhs)

S. No.	Particulars	Quarter Ended			Year Ended
		June 30,2020	March 31,2020	June 30,2019	March 31,2020
		Unaudited	Audited	Unaudited	Audited
I	Revenue From Operations	26.80	34.94	44.61	160.83
II	Other income	6.71	7.46	8.32	34.36
III	Total Revenue (I+II)	33.51	42.40	52.93	195.19
IV	EXPENSES				
	a) Employees Benefit Expenses	9.50	11.23	10.94	41.21
	b) Finance Cost	0.00	0.00	0.02	0.02
	f) Depreciation & Amortization Expenses	0.84	1.67	1.55	6.45
	g) Other Expenses	15.66	19.48	30.92	101.37
	Total Expenses	26.00	32.38	43.43	149.05
V	Profit before exceptional items and tax from continuing operations (III-IV)	7.51	10.02	9.50	46.14
VI	Exceptional items	0.00	0.00	0.00	0.00
VII	Profit before tax (V-VI)	7.51	10.02	9.50	46.14
VIII	Tax Expenses				
	a) Current Tax	0.70	2.96	2.10	11.90
	b) Deffered Tax (Assets)/Liabilities	0.15	(1.09)	0.35	0.01
	Total Tax Expenses	0.85	1.87	2.45	11.91
IX	Profit for the period from continuing operations (after tax) (VII-VIII)	6.66	8.15	7.05	34.23
X	Profit for the period from discontinuing operations	0.00	0.00	0.00	0.00
XI	Tax on discontinuing operations	0.00	0.00	0.00	0.00
XII	Profit /(loss) from discontinuing operations (after tax) (X-XI)	0.00	0.00	0.00	0.00
XIII	Profit for the period (IX+XII)	6.66	8.15	7.05	34.23
XIV	Other Comprehensive Income	0.00	0.00	0.00	0.00
XV	Total Comprehensive income (XIII+XIV)	6.66	8.15	7.05	34.23
XVI	Paid-up Equity Share Capital (face value of Rs. 10 per equity share)	314.07	314.07	314.07	314.07
XVII	Earning per Equity share of Rs. 10/- each (not annualised) :				
	1) Basic	0.21	0.26	0.22	1.09
	2) Diluted	0.21	0.26	0.22	1.09

Notes:

1. The above standalone financial results for the quarter ended 30th June, 2020 which have been subjected to limited review by Statutory Auditors of the Company were reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on 05th August, 2020, in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statutory Auditors of the Company have expressed an unmodified audit opinion.

2. The above standalone financial results have been prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("the Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

3. The Company has primarily one business segment of IT/ITES service and accordingly there is no separate reportable segment as per Ind AS -108 ' Operating Segments' specified under section 133 of the Companies Act, 2013.

4. The Company considered the uncertainty relating to the COVID-19 pandemic in assessing the recoverability of receivables, intangible assets, and certain investments. For this purpose, the Company considered internal and external sources of information up to the date of approval of these financial results. The Company has also used the principles of prudence in applying judgements, estimates and assumptions including sensitivity analysis and based on the current estimates, the Company expects to fully recover the carrying amount of receivables, intangible assets, investments and other assets. As the outbreak continues to evolve, the Company will continue to closely monitor any material changes to future economic conditions.

5. The figures to the corresponding previous period have been regrouped/ reclassified wherever necessary, to make them comparable.

Date: August 5, 2020
Place: Chandigarh

For Megri Soft Limited

Megri Soft Limited Chandigarh

Rajnesh Sharma
(Whole Time Director)
DIN: 02528435

Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of Megri Soft Limited Pursuant to the Regulation 33 of the Securities Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

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

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Megri Soft Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), for the quarter ended 30 June 2020, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.

2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and as per the presentation requirements of SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016 (hereinafter referred to as 'the SEBI Circular, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion. We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019, issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), to the extent applicable.

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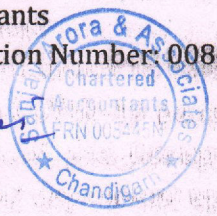
4. The Statement includes the result of one wholly owned subsidiary Megrisoft Limited incorporated with the Registrar of companies for England and Wales.

5. We did not review the interim financial results of foreign subsidiary included in the consolidated unaudited financial results Include total revenues of Rs 13.73 lAKHS, total net profit after tax and total comprehensive profit of Rs. 1.09 lakhs, for the quarter ended June 30, 2020. These interim financial results have not been reviewed by other auditors and the unaudited financial statements have been furnished to us by the Management and our conclusion on the Statement, In so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the unaudited financial statements furnished to us by Management and the procedures performed by us as stated In paragraph 3 above.

6. Based on our review conducted and procedures performed as stated in paragraph 3 above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and as per the presentation requirements of the SEBI Circular and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
7. We draw attention to Note 5 to the accompanying Statement with respect to uncertainties relating to COVID-19 pandemic outbreak and management's evaluation of its impact on the operations of the Group and on the accompanying Statement, the extent of which is significantly dependent upon future developments. Our opinion is not modified in respect of this matter

For **Sanjay Arora & Associates**
Chartered Accountants
ICAI Firm Registration Number: 008445N



Neelkant Gargya
Partner
Membership Number: 093624
Place of Signature: Chandigarh
Date: Aug 5, 2020
ICAI UDIN: 20093624AAAABN1052

MEGRI SOFT LIMITED

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STATEMENT OF UNAUDITED CONSOLIDATED PROFIT AND LOSS FOR THE QUARTER ENDED JUNE 30, 2020

(Rs. in lakhs)

S. No.	Particulars	Quarter Ended			Year Ended
		June 30,2020	March 31,2020	June 30,2019	March 31,2020
		Unaudited	Audited	Unaudited	Audited
I	Revenue From Operations	40.53	58.78	52.20	221.41
II	Other income	6.71	7.46	8.32	34.36
III	Total Revenue (I+II)	47.24	66.24	60.52	255.77
IV	EXPENSES				
	a) Employees Benefit Expenses	17.84	21.54	16.23	78.24
	b) Finance Cost	0.00	0.00	0.02	0.02
	f) Depreciation & Amortization Expenses	0.93	2.08	1.55	6.96
	g) Other Expenses	19.59	30.12	33.13	121.41
	Total Expenses	38.36	53.74	50.93	206.63
V	Profit before exceptional items and tax from continuing operations (III-IV)	8.88	12.50	9.59	49.14
VI	Exceptional items	0.00	0.00	0.00	0.00
VII	Profit before tax (V-VI)	8.88	12.50	9.59	49.14
VIII	Tax Expenses				
	a) Current Tax	0.98	3.47	2.10	12.51
	b) Deffered Tax (Assets)/Liabilities	0.15	(1.09)	0.35	0.01
	Total Tax Expenses	1.13	2.38	2.45	12.52
IX	Profit for the period from continuing operations (after tax) (VII-VIII)	7.75	10.12	7.14	36.62
X	Profit for the period from discontinuing operations	0.00	0.00	0.00	0.00
XI	Tax on discontinuing operations	0.00	0.00	0.00	0.00
XII	Profit /(loss) from discontinuing operations (after tax) (X-XI)	0.00	0.00	0.00	0.00
XIII	Profit for the period (IX+XII)	7.75	10.12	7.14	36.62
XIV	Other Comprehensive Income	0.00	0.00	0.00	0.00
XV	Total Comprehensive income (XIII+XIV)	7.75	10.12	7.14	36.62
XVI	Paid-up Equity Share Capital (face value of Rs. 10 per equity share)	314.07	314.07	314.07	314.07
XVII	Earning per Equity share of Rs. 10/- each (not annualised) :				
	1) Basic	0.25	0.32	0.22	1.17
	2) Diluted	0.25	0.32	0.22	1.17

Notes:

1. The consolidated financial results also include the results of wholly owned subsidiary i.e Megrisoft Limited in UK (together referred as "Group").

2. The above Consolidated financial results for the quarter ended 30th June, 2020 which have been subjected to limited review by Statutory Auditors of the Company were reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on 05th August, 2020, in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statutory Auditors of the Company have expressed an unmodified audit opinion.

3. The above consolidated financial results have been prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("the Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

4. The Group has primarily one business segment of IT/ITES service and accordingly there is no separate reportable segment as per Ind AS -108 ' Operating Segments' specified under section 133 of the Companies Act, 2013.

5. The Group considered the uncertainty relating to the COVID-19 pandemic in assessing the recoverability of receivables, intangible assets, and certain investments. For this purpose, the Group considered internal and external sources of information up to the date of approval of these financial results. The Group has also used the principles of prudence in applying judgements, estimates and assumptions including sensitivity analysis and based on the current estimates, the Group expects to fully recover the carrying amount of receivables, intangible assets, investments and other assets. As the outbreak continues to evolve, the Group will continue to closely monitor any material changes to future economic conditions.

6. The figures to the corresponding previous period have been regrouped/ reclassified wherever necessary, to make them comparable.

Date: August 5, 2020
Place: Chandigarh

For Megri Soft Limited

Rajnesh Sharma
(Whole Time Director)
DIN: 02528435