



Megasoft Limited

96, Dr Radhakrishnan Salai, Mylapore, Chennai 600004

Distribution of Shareholding as on 31 March 2006

	Category	No of shares held	Percentage of Shareholding
A	Promoter's Holding	6,401,013	21.25%
1	Promoters*		
	Indian Promoters		
	Ravindra Sannareddy [NRI]	2,367,652	7.86%
	Others [NRI] (< 1% each)	382,550	1.27%
	Chintalapati Holdings Pvt Ltd	1,094,660	3.63%
	Srinivas Raju D	747,600	2.48%
	Chintalapati Srinivas Raju	430,000	1.43%
	Others (< 1% each)	1,378,551	4.58%
	Foreign Promoters	--	0.00%
2	Persons acting in concert#	--	0.00%
	Sub-Total	6,401,013	21.25%
B	Non-Promoters Holding	23,725,772	78.75%
3	Institutional Investors		
a	Mutual Funds and UTI		
	HDFC Trustee Company Ltd	2,238,523	7.43%
	TATA Trustee Company Pvt Ltd	1,008,511	3.35%
	Prudential ICICI Trust Ltd	920,860	3.06%
	Others (< 1% each)	317,814	1.05%
		4,485,708	14.89%
b	Banks / Financial Institutions, Insurance Companies (Central / State Govt. Institutions / Non-Govt.Institutions)	--	0.00%
		--	0.00%
c	FII's		
	BSMA Limited	1,192,697	3.96%
	Carlson Fund Equity - ASIAN Small Cap	1,177,516	3.91%
	Deutsche Securities Mauritius Ltd	438,005	1.45%
	Others (< 1% each)	6,820	0.02%
		2,815,038	9.34%
	Sub-Total	7,300,746	24.23%
4	Others		
a	Private Corporate Bodies		
	Godavari Greelands Private Limited	1,343,750	4.46%
	I Labs Venture Capital Fund	3,850,000	12.78%
	Others (< 1% each)	1,657,338	5.50%
		6,851,088	22.74%
b	Indian Public		
	D Satyavathi	541,800	1.80%
	Megasoft Employees Welfare Trust	500,000	1.66%
	GV Kumar	2,197,348	7.29%
	Others (< 1% each)	4,457,345	14.80%
		7,696,493	25.55%
c	NRIs / OCBs		
	GF Capital Limited (Foreign Company)	357,041	1.19%
	Grants Investment Ltd (Foreign Company)	773,391	2.57%
	Others (< 1% each)	747,013	2.48%
		1,877,445	6.23%
d	Any other (please specify)	--	0.00%
	Sub-Total	16,425,026	54.52%
	Grand Total	30,126,785	100.00%

Note 1: Name, Number of shares held and percentage shareholding of entities / persons holding more than 1% of the shares of the company is given under each head.

Note 2: Total foreign shareholding in number of shares and percentage shareholding is 7,442,685 shares i.e. 24.7%. Company has not made any issue of ADR / GDR. The Company has issued 1.5% Unsecured FCCB aggregating to USD 8 million on 16 September 2005 and listed the same on 22 September 2005 on the Luxembourg Stock Exchange. Out of these, FCCB aggregating to USD 4 million have been converted into equity shares during this quarter.