

FCS/107/2016

May 30, 2016

To,

The Dept. of Corporate Services
The Stock Exchange Mumbai
Dalal Street, Fort,
Mumbai: 400001.

National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E),
Mumbai: 400051

Subject: Outcome of the 163rd Meeting of the Board of Directors of the Company held on 30th May, 2016.

Dear Sir,

In accordance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 this is to intimate that the Board of Directors in its 163rd Meeting held today i.e. Monday, May 30, 2016, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Budha Nagar, Noida- 201305 (U.P.), approved audited Financial Results of the Company for the quarter and year ended March 31, 2016.

We are also enclosing Auditor Report received from the Statutory Auditors of our Company for the quarter and yearended on March 31, 2016.

The meeting was concluded at 08:20 P.M.

This is for your information and records.

Thanking You,

Yours faithfully,

For **FCS Software Solutions Limited**

For **FCS Software Solutions Ltd.**


Harsha Chandra
(Company Secretary)

C.C.:

1. NSDL
2. CDSL



Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company
Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

To Board of Directors of FCS Software Solutions Limited

We have audited the quarterly financial results of **FCS Software Solutions Limited** for the quarter ended 31st March, 2016 and the year to date results for the period 1st April, 2015 to 31st March, 2016, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25/Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.


In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net profit/ loss and other financial information for the quarter ended 31st March, 2016 as well as the year to date results for the period from 1st April, 2015 to 31st March, 2016.

Place: New Delhi
Date: 30.05.2016



For SPMG & Co.
Chartered Accountants


(Vinod Gupta)
Partner
M. No. 090687

FORM A (for audit report with unmodified opinion)
(Pursuant to Regulation 33 of the SEBI (LODR), Regulations, 2015)

1.	Name of the Company:	FCS Software Solutions Limited
2.	Annual financial statements for the year ended	31 st March 2016
3.	Type of Audit observation	Un-Modified
4.	Frequency of observation	N.A
5.	To be signed by-	
	Chairman & Managing Director- Mr. Dalip Kumar	<i>Dalip Kumar</i>
	CFO- Mr. Anil Kumar Sharma	<i>[Signature]</i>
	Auditor of the company- M/s. SPMG & Company (Partner Mr. Vinod Gupta)	For: SPMG & CO. Chartered Accountants <i>[Signature]</i> Partner
	Audit Committee Chairman	<i>[Signature]</i>

FCS/107/2016

May 30, 2016

To,

The Dept. of Corporate Services
The Stock Exchange Mumbai
Dalal Street, Fort,
Mumbai: 400001.

National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block
BandraKurla Complex, Bandra (E),
Mumbai: 400051

Dear Sir,

Sub: Declaration pursuant to Regulation 33(3) (d) of SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2016.

DECLARATION

We hereby declare that the Statutory Auditors, M/s SPMG & Co, Chartered Accountants (Membership No. 090687) have issued Audit Report(s) with unmodified opinion on Standalone and Consolidated Audited Financial Results for the quarter and year ended on 31st March, 2016.

This declaration is issued in compliance of Regulation 33(3) (d) of SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2015 as amended by the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2016 vide Notification No. SEBI/LAD-NRO/GN/2016-17/001 dated 25th May, 2016.

Please take the same on records.

Thanking You,

Yours faithfully,

For FCS Software Solutions Limited


Dalip Kumar
(Chairman & Managing Director)




FCS SOFTWARE SOLUTIONS LIMITED

Reg. Office: 205, 2nd Floor, Agarwal Chamber IV, 27, Veer Sawarkar Block, Vikas Marg, Shakarpur, Delhi-92
 Corporate Office: Plot No. 83, NSEZ, Noida Dadri Road, Phase-II, Gautam Budh Nagar, Noida- 201305
 CIN No. L72100DL1993PLC179154

**STAND ALONE AUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
 FOR THE QUARTER AND THE YEAR ENDED MARCH 31, 2016**

(Rs. in Lakhs)

S.No.	PARTICULARS	QUARTER ENDED			FOR THE YEAR ENDED	
		MAR 31, 2016 AUDITED	DEC 31, 2015 UNAUDITED	MAR 31, 2015 AUDITED	MARCH 31, 2016 AUDITED	MARCH 31, 2015 AUDITED
1	Income from Operations					
	(a) Net sales/Income from Operations	501.26	783.43	1,260.78	2,645.66	5,770.62
	(b) Other operating Income	-	-	-	-	-
	Total income from Operations (net)	501.26	783.43	1,260.78	2,645.66	5,770.62
2	Expenses					
a	Changes in Inventories (Decrease/ (Increase)) in stock in trade and work in progress	132.41	150.25	147.87	-	285.65
b	Employee benefits expense	505.15	545.41	987.30	2,249.11	3,975.15
c	Other expenses	268.11	207.27	276.20	909.63	1,384.17
d	Depreciation and amortisation expense	93.24	93.33	157.15	352.92	549.34
	Total Expenses	998.91	996.25	1,568.52	3,511.66	6,194.31
	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(497.65)	(212.83)	(307.74)	(866.00)	(423.69)
4	Other Income	178.70	270.45	193.93	978.96	639.71
	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(318.95)	57.62	(113.81)	112.96	216.02
6	Finance Costs	16.78	0.22	4.37	45.94	84.21
	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(335.73)	57.40	(118.18)	67.02	131.81
8	Exceptional Items - Prior period Exp.	1.84	-	-	4.94	0.22
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	(337.57)	57.40	(118.18)	62.08	131.59
10	Tax Expenses					
	-Current	(101.50)	33.24	(1.44)	45.44	74.12
	-Deferred	(20.40)	-	(28.10)	(20.40)	(28.10)
11	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(215.66)	24.16	(88.64)	37.05	85.57
12	Extraordinary Items (net of Tax expenses)	5,252.88	-	-	5,252.88	-
13	Net Profit(+)/ Loss(-) for the period (11-12)	(5,468.54)	24.16	(88.64)	(5,215.83)	85.57
14	(a) Paid-up Equity Share Capital	16,595.53	16,595.53	16,595.53	16,595.53	16,595.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting	40,599.45	40,815.12	40,562.41	35,346.58	40,562.41
16	Earning Per Share (Rs)* (Not annualised)					
	Basic before Extraordinary items (in Rs.)	(0.01)	0.00	(0.01)	0.00	0.01
	Diluted before Extraordinary items (in Rs.)	(0.01)	0.00	(0.00)	0.00	0.00
	Basic after Extraordinary items (in Rs.)	(0.33)	0.00	(0.01)	(0.31)	0.01
	Diluted after Extraordinary items (in Rs.)	(0.30)	0.00	(0.00)	(0.29)	0.00
	Number of shares used in computing Earnings per Equity Shares (taken face value of Re.1/-)					
	Basic	1,659,553,400	1,659,553,400	1,659,553,400	1,659,553,400	1,659,553,400
	Diluted	1,799,553,400	1,799,553,400	1,799,553,400	1,799,553,400	1,799,553,400

For FCS Software Solutions Ltd.


 Company Secretary



CONSOLIDATED AUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
 FOR THE QUARTER AND HALF YEAR ENDED MARCH 31, 2016

(Rs. in Lakhs)

S.No.	PARTICULARS	QUARTER ENDED			FOR THE YEAR ENDED	
		MAR 31, 2016 AUDITED	DEC 31, 2015 UNAUDITED	MAR 31, 2015 AUDITED	MAR 31, 2016 AUDITED	MARCH 31, 2015 AUDITED
1	Income from Operations					
	(a) Net sales/Income from Operations	1,122.45	1,035.30	1,991.14	4,249.03	7,941.20
	(b) Other operating Income	-	-	-	-	-
	(c) Total Income (a+b)	1,122.45	1,035.30	1,991.14	4,249.03	7,941.20
2	Expenses					
a	Changes in Inventories (Decrease/ (Increase)) in stock in trade and work in progress	132.41	150.25	147.87	-	285.65
b	Employee benefits expense	992.02	747.89	1,578.81	3,524.20	5,759.80
c	Other expenses	418.56	237.35	348.30	1,196.63	2,020.13
d	Depreciation and amortisation expense	1,173.11	1,167.91	1,232.57	4,856.56	4,848.16
	Total Expenses	2,716.10	2,303.40	3,307.55	9,377.38	12,913.73
	Profit / (Loss) from operations before other income, finance costs and exceptional items					
3	(1-2)	(1,593.66)	(1,268.10)	(1,316.41)	(5,128.35)	(4,972.53)
4	Other Income	298.47	266.55	198.03	1,088.90	632.73
	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(1,295.18)	(1,001.55)	(1,118.38)	(4,039.46)	(4,339.80)
6	Finance Costs	475.25	0.22	4.37	504.42	84.21
	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(1,770.43)	(1,001.77)	(1,122.75)	(4,543.88)	(4,424.01)
8	Exceptional Items - Prior period Exp.	1.84	-	-	4.94	0.22
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	(1,772.28)	(1,001.77)	(1,122.75)	(4,548.82)	(4,424.24)
10	Tax Expenses					
	-Current	(93.75)	39.36	10.35	71.88	100.30
	-Deferred	(20.86)	-	(28.25)	(20.86)	(28.25)
11	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(1,657.66)	(1,041.13)	(1,104.85)	(4,599.83)	(4,496.29)
12	Extraordinary Items (net of Tax expenses)	5,252.88	-	-	5,252.88	-
13	Net Profit(+)/ Loss(-) for the period (11-12)	(6,910.54)	(1,041.13)	(1,104.85)	(9,852.71)	(4,496.29)
14	(a) Paid-up Equity Share Capital	16,595.53	16,595.53	16,595.53	16,595.53	16,595.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	21,132.82	28,043.36	30,985.53	21,132.82	30,985.53
16	Earning Per Share (Rs)* (Not annualised)					
	Basic before Extraordinary items (in Rs.)	(0.10)	(0.06)	(0.07)	(0.28)	(0.27)
	Diluted before Extraordinary items (in Rs.)	(0.09)	(0.06)	(0.06)	(0.26)	(0.25)
	Basic after Extraordinary items (in Rs.)	(0.42)	(0.06)	(0.07)	(0.59)	(0.27)
	Diluted after Extraordinary items (in Rs.)	(0.38)	(0.06)	(0.06)	(0.55)	(0.25)
	Number of shares used in computing earnings per equity shares					
	Basic	1,659,553,400	1,659,553,400	1,659,553,400	1,659,553,400	1,659,553,400
	Diluted	1,799,553,400	1,799,553,400	1,799,553,400	1,799,553,400	1,799,553,400

CONSOLIDATED AUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED

Reporting of Consolidated Segment wise Revenue, Results and Capital Employed

Particulars	Quarter ended		Corresponding Quarter in the Previous Year	Year to date figure	
	31-03-2016	31-12-2015		for 31-03-2016	Year to date figures For Previous Year 31-03-2015
Segment Revenue					
Revenue by Geographical Segment					
India	290.86	224.57	379.01	1,206.04	1852.68
USA	831.57	810.42	1504.56	2,954.59	5825.05
CHINA	0	0	107.56	88.40	263.46
Total	1122.45	1035.29	1991.13	4,249.03	7941.19
Less: Inter Segment Revenue			0		0
Net sales/Income From Operations	1122.45	1035.29	1991.13	4,249.03	7941.19
Segment Results					
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*					
India	109.48	35.69	214.68	444.06	708.65
USA	(121.39)	101.47	131.61	202.55	984.68
CHINA	9.92	0.00	8.57	78.22	202.43
Total	(1.99)	137.16	354.86	724.83	1,895.76
Add: Other Income	298.47	266.55	198.03	1,088.90	632.73
Less: Other Un-allocable Exp.	2,068.76	1,405.48	1,675.59	6,362.54	6,952.73
Total Profit Before Tax	(1,772.28)	(1,001.77)	(1,122.70)	(4,548.82)	(4,424.24)

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on May 30, 2016 and further approved by the Board of Directors at its meetings held on May 30, 2016 and have been audited by the auditors of the Company.
- Investor complaint pending at the beginning of the quarter was Nil. No new investor complaints were received and resolved during the current quarter and therefore no investor complaint pending at the end of the quarter.
- These accounts have been prepared in accordance with applicable Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI).
- Fixed assets used in the Company's business cannot be specifically identified with any of the reportable segments, as these are used interchangeably between various segments. The Management believes that it has not provided segment-wise disclosures relating to total assets and liabilities since a meaningful segregation of the available data is not possible.
- The consolidated results for the quarter ended March 31, 2016 include results of subsidiary companies viz. FCS Software Solutions America Ltd., F.C.S Software Middle East FZE, FCS Software Solutions GmbH, FCS Software (Shanghai) Co. Ltd., Insync Business Solutions Ltd., Innova e-services Private Limited, cGain Analytics Private Limited, Heimdahl Software Systems Private Limited, Stablesecure Infraservices Private Limited, Zerolime Constructions Private Limited and Enstaserv eServices Limited.
- The results are also available on the website of the company at www.fcsltd.com
- Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: NOIDA
 Date: 30-05-2016

By order of the Board of Directors
 For FCS Software Solutions Ltd.

Sd/-
 (Chairman & Managing Director)

For FCS Software Solutions Ltd.

 Company Secretary



FCS SOFTWARE SOLUTIONS LIMITED

Registered Office: 205, 2nd Floor, Agarwal Chamber IV, 27, Veer Sawarkar Block, Vikas Marg, Shakarpur, Delhi-92
 Corporate Office: Plot No. 83, NSEZ, Noida Dadri Road, Phase-II, Gautam Budh Nagar, Noida- 201305

STAND ALONE AUDITED FINANCIAL RESULTS FOR QUARTER ENDED MARCH 31, 2016 OF FCS SOFTWARE SOLUTIONS LIMITED

Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed

Particulars	Quarter ended 31-03-2016	Quarter ended 31-12-2015	Corresponding Quarter in the Previous Year 31-	Year to date figures For Current Period 31-03-	Year to date figures For previous year 31-03-
Segment Revenue					
Revenue by Geographical Segment					
India	53.80	99.40	239.43	610.13	1,365.95
USA	447.46	684.03	1,021.35	2,035.53	4,404.67
Total	501.26	783.43	1,260.78	2,645.66	5,770.62
Less: Inter Segment Revenue	-	-	-	-	-
Net sales/Income From Operations:	501.26	783.43	1,260.78	2,645.66	5,770.62
Segment Results					
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)					
India	(3.61)	(24.25)	120.92	140.70	428.23
USA	(132.69)	112.02	4.69	255.86	1,081.60
Total	(136.30)	87.77	125.61	396.55	1,509.82
Add: Other Income	178.70	270.45	193.93	978.96	639.71
Less: Other Un -allocable Exp.	379.97	300.81	437.72	1,313.43	2,017.95
Total Profit Before Tax	(337.57)	57.40	(118.18)	62.08	131.59

For FCS Software Solutions Ltd.

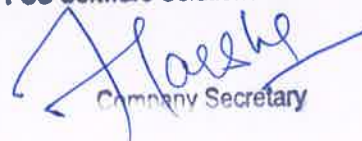
 Company Secretary

STATEMENT OF ASSETS AND LIABILITIES (CONSOLIDATED) as on MAR 31, 2016

(Amount in Rs.Lacs)

	Particulars	Amount	
		As at 31st Mar 2016	As at 31st Mar 2015
A	EQUITY AND LIABILITIES		
1	Shareholder's Funds		
	(a) Share Capital	16,595.53	16,595.53
	Less: held by Enstaserv suby of FCS	(1,500.00)	
	(b) Reserves and Surplus	23,018.68	32,385.73
	(c) Money received against share warrants	725.00	350.00
	Sub-total - Shareholders' funds	38,839.21	49,331.26
2	Share application money pending allotment	860.00	
3	Minority interest *	118.34	
4	Non-Current Liabilities		
	(a) Long-Term Borrowings	110.28	24.85
	(b) Deferred Tax Liabilities (Net)	-	-
	(c) Long-Term Provisions	66.34	64.14
	Sub-total - Non-current liabilities	176.62	89.00
5	Current Liabilities		
	(a) Short-Term Borrowings	-	578.50
	(b) Trade Payables	593.15	411.85
	(c) Other Current Liabilities	2,324.04	396.71
	(d) Short-Term Provisions	84.55	116.07
	Sub-total - Current liabilities	3,001.74	1,503.14
	TOTAL - EQUITY AND LIABILITIES	42,995.91	50,923.39
B	ASSETS		
1	Non-Current Assets		
	(a) Fixed assets	22,929.60	25,594.56
	(b) Goodwill on consolidation *	2,282.66	
	(c) Non-current investments	2,832.38	9,706.65
	(d) Deferred tax assets (net)	128.80	108.37
	(e) Long-term loans and advances	5,825.35	5,668.66
	(f) Other non-current assets	3,040.21	3,809.56
	Sub-total - Non-current assets	37,038.99	44,887.80
2	Current Assets		
	(a) Current investments	-	
	(b) Inventories	-	
	(c) Trade receivables	904.27	909.70
	(d) Cash and cash equivalents	3,345.29	4,100.84
	(e) Short-term loans and advances	892.31	203.56
	(f) Other current assets	815.04	821.49
	Sub-total - Current assets	5,956.91	6,035.59
	TOTAL ASSETS	42,995.91	50,923.39

For FCS Software Solutions Ltd.


Company Secretary

STATEMENT OF ASSETS AND LIABILITIES (STADALONE) as on MAR 31, 2016

(Amount in Rs.Lacs)

	Particulars	Amount	
		As at 31st Mar 2016	As at 31st Mar 2015
A	EQUITY AND LIABILITIES		
1	Shareholder's Funds		
	(a) Share Capital	16,595.53	16,595.53
	(b) Reserves and Surplus	36,836.18	41,923.70
	(c) Money received against share warrants	725.00	350.00
	Sub-total - Shareholders' funds	54,156.71	58,869.23
2	Non-Current Liabilities		
	(a) Long-Term Borrowings	21.36	
	(b) Deferred Tax Liabilities (Net)	-	-
	(c) Long-Term Provisions	65.90	63.50
	Sub-total - Non-current liabilities	87.26	63.50
3	Current Liabilities		
	(a) Short-Term Borrowings	-	578.50
	(b) Trade Payables	97.69	155.47
	(c) Other Current Liabilities	2,234.86	351.52
	(d) Short-Term Provisions	57.97	89.64
	Sub-total - Current liabilities	2,390.52	1,175.13
	TOTAL - EQUITY AND LIABILITIES	56,634.49	60,107.86
B	ASSETS		
1	Non-Current Assets		
	(a) Fixed assets	4,695.11	4,776.99
	(b) Goodwill on consolidation *	-	
	(c) Non-current investments	41,028.96	43,961.96
	(d) Deferred tax assets (net)	128.32	107.91
	(e) Long-term loans and advances	5,824.70	5,668.51
	(f) Other non-current assets	-	9.35
	Sub-total - Non-current assets	51,677.08	48,897.20
2	Current Assets		
	(a) Current investments	-	
	(b) Inventories	-	
	(c) Trade receivables	788.04	842.65
	(d) Cash and cash equivalents	2,623.19	3,868.98
	(e) Short-term loans and advances	872.97	139.94
	(f) Other current assets	673.21	731.57
	Sub-total - Current assets	4,957.41	11,210.66
	TOTAL ASSETS	56,634.49	60,107.86

For FCS Software Solutions Ltd.


Company Secretary