

FCS/STX/107/2019

February 11, 2019

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 184th Meeting of the Board of Directors of the Company held on February 11, 2019.

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 184th Meeting held today i.e. Friday, February 11, 2019, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Budha Nagar, Noida- 201305 (U.P.), discussed and approved the unaudited Financial Results for the quarter ending on December 31, 2018.

However due to lack of physical presence of directors required for approving the scheme of Amalgamation the agenda item related to amalgamation of wholly owned subsidiaries with holding company could not be discussed and approved.

The meeting was concluded at 8:55 P.M

Please take the same on your record.

Thanking You,

Yours faithfully,

For **FCS Software Solutions Limited**

FCS Software Solutions Ltd.


Harsha Sharma
Company Secretary
(Company Secretary)

Membership No.: A33548

enterprise interfaces

collaborative platforms

business processes





Aadit Sanyam & Associates

Chartered Accountants

Limited review Report on Quarterly Consolidated Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
FCS Software Solutions Limited

We have reviewed the accompanying statement of unaudited consolidated financial results of M/s FCS Software Solutions Limited and its subsidiaries (collectively referred to as "the Group") for the quarter ended on December, 31, 2018, 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 unaudited consolidated financial results are the responsibility of the Company's Management and have been approved by the Board of Directors of the Company. Reliance has been placed on the Management Certificate for the financials of Subsidiary Companies for the purpose of review. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by The Institute of Chartered Accountant of India. This standard requires that we plan and perform the review to obtain moderate assurance about whether the financial results are free of material misstatement(s). A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that accompanying statement of unaudited consolidated financial results prepared in all material respects in accordance with applicable accounting standards i.e Ind AS prescribed under section 133 of the companies act, 2013 read with the relevant rules issued there under and other recognized accounting practices and policies generally accepted in Indian, and has not disclosed the information required to be disclosed in term of Regulation 33 of the SEBI (Listing Obligation and disclosure requirement regulation), 2015 including the manner in which it is to be disclosed, or it contains any material misstatement.

For Aadit Sanyam & Associates
Chartered Accountants
FRN: 023685N




(Sanyam Jain)
Partner
M. No. 531388

Place: - New Delhi
Dated: -11.02.2019

Head Office :Shop No. 220, Gold Plaza, Gurudwara Road, Karol Bagh, Delhi-110005

Branch Office :SU-190, Pitampura, Delhi-110034

Phone : 011-45700127, 09711110638, 9811311747 **E-mail** : sanyam_jain2005@yahoo.com



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

CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED

FOR THE QUARTER ENDED DECEMBER 31, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
		DEC 31, 2018 UNAUDITED	SEP 30, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
I	Revenue from Operations	1,193.77	977.78	983.89	2,891.41	2,410.06	3,250.39
II	Other Income	55.57	10.59	153.83	167.83	1,061.83	835.56
III	Total Revenue (I+II)	1,249.33	988.37	1,137.73	3,059.24	3,471.89	4,085.95
IV	Expenses						
a	Cost to Material Consumed	-	-	-	-	-	-
b	Purchase of stock in trade	-	-	-	-	-	-
c	Employee benefits expense	465.57	495.10	480.03	1,421.89	1,736.75	2,009.52
d	Cost of Technical Professional Services	350.00	151.43	276.56	501.43	276.56	669.32
e	Finance Costs	32.77	31.79	2.26	77.49	35.26	37.78
f	Depreciation and amortisation expense	1,607.07	1,855.12	1,092.76	5,105.35	3,301.97	6,221.32
c	Other expenses	170.70	201.04	149.71	668.65	540.45	878.99
	Total Expenses	2,626.11	2,734.47	2,001.32	7,774.81	5,890.99	(5,730.99)
V	Profit / (Loss) before exceptional items and tax (III-IV)	(1,376.77)	(1,746.10)	(863.59)	(4,715.56)	(2,419.11)	
VI	Exceptional Items						
VII	Profit / (Loss) before Tax (VII-VIII)	(1,376.77)	(1,746.10)	(863.59)	(4,715.56)	(2,419.11)	(5,730.99)
VIII	Tax Expenses						
	(1) Current	17.74	28.69	100.21	55.87	255.27	88.13
	(2) Deferred	(4.24)	15.36	(22.08)	18.80	(22.08)	17.11
IX	Profit (Loss) for the period from continuing operations (XI-X)	(1,390.27)	(1,790.15)	(941.72)	(4,790.23)	(2,652.29)	(5,836.22)
X	Profit/(loss) from discontinuing operations						
XI	Tax expense of discontinuing operations						
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)						
XIII	Profit (Loss) for the period (XI + XIV)	(1,390.27)	(1,790.15)	(941.72)	(4,790.23)	(2,652.29)	(5,836.22)
XIV	Other Comprehensive (Income)/Expense	414.76	(290.11)	29.51	121.45	700.42	1,551.13
XV	Total Comprehensive Income \ (Loss)	(1,805.03)	(1,500.04)	(971.23)	(4,911.68)	(3,352.71)	(7,387.35)
	(a) Paid-up Equity Share Capital	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00	1.00
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	14,937.77	17,443.90	15,863.48	14,937.77	15,863.48	18,790.85
XVII	Earning Per Share (Rs)* (Not annualised)						
	Basic EPS (in Rs.)	(0.08)	(0.10)	(0.06)	(0.28)	(0.16)	(0.34)
	Diluted EPS (in Rs.)	(0.08)	(0.10)	(0.06)	(0.28)	(0.16)	(0.34)
XVIII	Number of shares used in computing earnings per equity shares						
	Basic	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100
	Diluted	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100

For FCS Software Solutions Ltd.


 Mg. Director / Director

**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER ENDED DECEMBER 31, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

Reporting of Consolidated Segment wise Revenue, Results and Capital Employed

Particulars	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
	DEC 31, 2018 UNAUDITED	SEP 30, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
Segment Revenue						
Revenue by Geographical Segment						
India	253.00	248.30	129.15	642.52	375.03	509.53
USA	940.77	729.48	854.74	2,248.90	2,035.03	2,744.01
Total	1,193.77	977.78	983.89	2,891.41	2,410.06	3,253.54
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	1,193.77	977.78	983.89	2,891.41	2,410.06	3,253.54
Segment Results						
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*						
India	22.82	200.90	18.16	142.77	64.43	85.65
USA	816.52	281.78	485.71	1,326.76	608.88	1,155.22
Total	839.34	482.68	503.87	1,469.53	673.31	1,240.87
Add: Other Income	55.57	10.59	153.83	167.83	1,061.83	835.56
Less: Other Un-allocable Exp.	2,160.55	2,239.37	1,521.29	6,352.92	4,154.24	7,807.42
Total Profit Before Tax	(1,376.78)	(1,746.10)	(863.59)	(4,715.56)	(2,419.10)	(5,730.99)

Notes:

- 1 The above results have been reviewed by the Audit Committee in the meeting held on February 11, 2019 and further approved by the Board of Directors at its meetings held on February 11, 2019 and have been reviewed by the auditors of the Company.
- 2 This statement has been prepared in accordance with the companies (Indian Accounting Standards) Rules, 2015 (Ins AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable, beginning 1st April, 2017.
- 3 The format for audited results as prescribed in SEBI's circular dated 30th November 2015 has been modified to comply with the requirement of SEBI's circular dated 5th July 2017, Ind AS and Schedule III (Division II) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.
- 4 No Investor complaint was pending during the quarter
- 5 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.
- 6 The consolidated results for the quarter & Nine month period ended December 31, 2018 include unaudited results of subsidiary companies viz. F.C.S Software Middle East FZE, FCS Software Solutions GmbH (Management A/c's), Insync Business Solutions Ltd., Innova e Services Private Limited, Stablesecure Infraseservices Private Limited, eGain Analytics Private Limited, and Zero Time Constructions Private Limited.
- 7 For the valuation of investment made in all companies including subsidiaries, net asset value is considered as fair Market value.
- 8 Revenue relating to Software Export for the quarter & nine month ended December 31, 2018 which is recognised on the basis of percentage completion method. Percentage completion method is calculated based on efforts or costs expended to date as a proportion to the total efforts or costs to be expended.
- 9 The results are also available on the website of the company at www.fcsltd.com
- 10 Previous period / year figures are regrouped/reclassified.

Place: Noida
Date: February 11, 2019

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


(Director) Director / Director



Aadit Sanyam & Associates

Chartered Accountants

Limited review Report on Quarterly Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
FCS Software Solutions Limited

We have reviewed the accompanying statement of unaudited standalone financial results of M/s FCS Software Solutions Limited ("the Company") for the quarter ended on December, 31, 2018, 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 unaudited standalone financial results are the responsibility of the Company's Management and have been approved by the Board of Directors of the Company. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by The Institute of Chartered Accountant of India. This standard requires that we plan and perform the review to obtain moderate assurance about whether the financial results are free of material misstatement(s). A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express and audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that accompanying statement of unaudited standalone financial results prepared in all material respects in accordance with applicable accounting standards i.e Ind AS prescribed under section 133 of the companies act, 2013 read with the relevant rules issued there under and other recognized accounting practices and policies generally accepted in Indian, and has not disclosed the information required to be disclosed in term of Regulation 33 of the SEBI (Listing Obligation and disclosure requirement) regulation, 2015 including the manner in which it is to be disclosed, or it contains any material misstatement.

For Aadit Sanyam & Associates
Chartered Accountants
FRN: 023685N

(Sanyam Jain)
Partner
M. No. 531388

Place: - New Delhi
Dated: - 11.02.2019

Head Office :Shop No. 220, Gold Plaza, Gurudwara Road, Karol Bagh, Delhi-110005

Branch Office :SU-190, Pitampura, Delhi-110034

Phone : 011-45700127, 09711110638, 9811311747 **E-mail** : sanyam_jain2005@yahoo.com



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

**STANDALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
 FOR THE QUARTER ENDED DECEMBER 31, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
		DEC 31, 2018 UNAUDITED	SEP 30, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
I	Revenue from Operations	1,179.85	951.41	895.92	2,844.40	2,108.48	2,905.16
II	Other Income	53.91	8.93	157.73	162.45	1,072.33	849.57
III	Total Revenue (I+II)	1,233.76	960.34	1,053.65	3,006.85	3,178.81	3,754.73
IV	Expenses						
a	Cost to Material Consumed	-	-	-	-	-	-
b	Purchase of stock in trade	-	-	-	-	-	-
c	Employee benefits expense	455.76	478.11	396.41	1,379.72	1,472.21	1,901.79
d	Cost of Technical sub-contractors	350.00	151.43	276.56	501.43	276.56	669.32
e	Finance Costs	32.77	31.51	2.24	76.77	35.21	37.62
f	Depreciation and amortisation expense	107.89	59.70	18.21	198.53	78.31	104.23
g	Other expenses	232.09	115.47	138.98	642.19	498.47	634.53
	Total Expenses	1,178.51	836.21	832.40	2,798.64	2,360.76	3,347.49
V	Profit / (Loss) before exceptional items and tax (III-IV)	55.26	124.13	221.25	208.21	818.05	407.24
VI	Exceptional Items	-	-	-	-	-	-
VII	Profit / (Loss) before Tax (VII-VIII)	55.26	124.13	221.25	208.21	818.05	407.24
VIII	Tax Expenses						
	(1) Current	17.74	28.69	100.21	55.87	255.27	88.13
	(2) Deferred	(4.24)	15.36	(22.08)	18.77	(22.08)	16.96
IX	Profit (Loss) for the period from continuing operations (XI-X)	41.75	80.09	143.12	133.57	584.86	302.16
X	Profit/(loss) from discontinuing operations	-	-	-	-	-	-
XI	Tax expense of discontinuing operations	-	-	-	-	-	-
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-	-	-
XIII	Profit (Loss) for the period (XI + XIV)	41.75	80.09	143.12	133.57	584.86	302.16
XIV	Other Comprehensive (Income)/Expense	(240.18)	296.51	1,091.46	56.33	3,274.17	5,287.04
XV	Total Comprehensive Income / (Loss)	281.93	(216.42)	(948.34)	77.24	(2,689.31)	(4,984.88)
	(a) Paid-up Equity Share Capital	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00	1.00
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	36,877.78	36,988.65	37,413.26	36,877.78	37,413.26	35,554.16
XVII	Earning Per Share (Rs)* (Not annualised)						
	Basic EPS (in Rs.)	0.00	0.00	0.01	0.01	0.03	0.02
	Diluted EPS (in Rs.)	0.00	0.00	0.01	0.01	0.03	0.02
XVIII	Number of shares used in computing Earnings per Equity Shares (taken face value of Re.1/-)						
	Basic	1709553100	1709553100	1709553100	1709553100	1709553100	1709553100
	Diluted	1709553100	1709553100	1709553100	1709553100	1709553100	1709553100

For FCS Software Solutions Ltd.


 Mg. Director / 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

**STANDALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
 FOR THE QUARTER ENDED DECEMBER 31, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

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

Particulars	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
	DEC 31, 2018 UNAUDITED	SEP 30, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
Segment Revenue						
Revenue by Geographical Segment						
India	239.08	221.93	118.71	595.50	269.02	384.13
USA	940.77	729.48	777.21	2,248.90	1,837.47	2,521.03
Total	1,179.85	951.41	895.92	2,844.40	2,106.48	2,905.16
Less: Inter Segment Revenue						
Net sales/Income From Operations	1,179.85	951.41	895.92	2,844.40	2,106.48	2,905.16
Segment Results						
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)						
India	27.19	80.98	16.18	124.70	34.85	50.78
USA	696.87	392.32	483.33	1,339.98	599.42	952.58
Total	724.06	473.30	499.51	1,464.68	634.27	1,003.37
Add: Other Income	53.95	8.93	157.73	162.45	1,072.33	849.57
Less: Other Un -allocable Exp.	722.76	358.10	435.99	1,418.92	888.55	1,445.70
Total Profit Before Tax	55.25	124.13	221.25	208.21	818.05	407.24

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on February 11, 2019 and further approved by the Board of Directors at its meetings held on February 11, 2019 and have been reviewed by the auditors of the Company.
- This statement has been prepared in accordance with the companies (Indian Accounting Standards) Rules, 2015 (Ins AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable, beginning 1st April, 2017.
- The format for audited results as prescribed in SEBI's circular dated 30th November 2015 has been modified to comply with the requirement of SEBI's circular dated 5th July 2017, Ind AS and Schedule III (Division II) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.
- No Investor complaint was pending during the quarter.
- 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.
- For the valuation of investment made in all companies including subsidiaries, net asset value is considered as fair Market value.
- Revenue relating to Software Export for the quarter & nine month ended December 31, 2018 which is recognised on the basis of percentage completion method. Percentage completion method is calculated based on efforts or costs expended to date as a proportion to the total efforts or costs to be expended.
- 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: February 11, 2019

For FCS Software Solutions Ltd.
 For FCS Software Solutions Ltd.


 (Director)

Mg. Director / Director