

FCS/107/2016

December 14, 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 167th Meeting of the Board of Directors of the Company held on 14th December, 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 167th Meeting held today i.e. Wednesday, December 14, 2016, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Buddha Nagar, Noida- 201305 (U.P.), approved un-audited Financial Results along with Limited Review Report as per Ind-AS Rules of Company (Indian Accounting Standard) Rules, 2015 notified by MCA dated February 16, 2015 and SEBI circular CIR/CFD/FAC/62/2016 dated July 05, 2016 of the Company for the quarter and half year ended 30th September, 2016.

The meeting was concluded at 8:00 P.M.

This is for your information and records.

Thanking You,

Yours faithfully,

For **FCS Software Solutions Limited**
FCS Software Solutions Ltd.


Harsha Sharma
Company Secretary
(Company Secretary)

C.C.:

1. NSDL
2. CDSL



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 Dabri Road, Phase-II, Gautam Budh Nagar, Noida-201305
 CIN:L72100DL1993PLC179154

**STANDALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
 FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2016**

| S.No. | PARTICULARS | QUARTER ENDED | | | FOR THE HALF YEAR ENDED | |
|-------|---|----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|
| | | SEPT 30, 2016 UNAUDITED | JUNE 30, 2016 UNAUDITED | SEPT 30, 2015 UNAUDITED | SEPT 30, 2016 UNAUDITED | SEPT 30, 2015 UNAUDITED |
| | | | | | | (Rs. in Lacs) |
| 1 | Income from Operations (Net of Taxes) | | | | | |
| | (a) Net sales/Income from Operations | 666.73 | 626.14 | 501.53 | 1,292.87 | 1,360.98 |
| | (b) Other operating Income | - | - | - | - | - |
| | Total income from Operations (net) | 666.73 | 626.14 | 501.53 | 1,292.87 | 1,360.98 |
| 2 | Expenses | | | | | |
| a | Changes in Inventories (Decrease/ (Increase)) in stock in trade and work in progress | | | (282.66) | - | (282.66) |
| b | Employee benefits expense | 578.95 | 521.26 | 519.79 | 1,106.38 | 1,134.53 |
| c | Other expenses | 254.12 | 173.85 | 253.06 | 430.82 | 501.96 |
| d | Depreciation and amortisation expense | 45.95 | 75.01 | 90.91 | 118.10 | 162.07 |
| | Total Expenses | 879.02 | 770.12 | 581.10 | 1,655.31 | 1,515.90 |
| 3 | Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2) | (212.29) | (143.98) | (79.57) | (362.44) | (154.93) |
| 4 | Other Income | 426.92 | 240.96 | 287.93 | 667.88 | 529.82 |
| 5 | Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4) | 214.63 | 96.98 | 208.37 | 305.44 | 374.90 |
| 6 | Finance Costs | - | - | 5.75 | - | 28.95 |
| 7 | Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6) | 214.63 | 96.98 | 202.62 | 305.44 | 345.94 |
| 8 | Exceptional Items | - | 5.46 | 2.55 | 5.46 | 3.09 |
| 9 | Profit / (Loss) from ordinary activities before tax (7 + 8) | 214.63 | 91.52 | 200.06 | 299.98 | 342.85 |
| 10 | Tax Expenses | | | | | |
| | -Current | 71.00 | 47.40 | 78.23 | 118.40 | 113.70 |
| | -Deferred | - | - | - | - | - |
| 11 | Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10) | 143.63 | 44.12 | 121.83 | 181.58 | 229.15 |
| 12 | Extraordinary Items (net of Tax expenses) | | | | | |
| 13 | Other Comprehensive (Income)/Expense | 2,259.25 | 6.18 | (247.38) | 2,259.25 | 14,999.65 |
| 14 | Total Comprehensive Income | (2,115.62) | 37.94 | 369.21 | (2,077.68) | (14,770.50) |
| 15 | (a) Paid-up Equity Share Capital | 17,095.53 | 17,095.53 | 16,595.53 | 17,095.53 | 16,595.53 |
| | (b) Face Value (in Rs.) | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 |
| | Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | 20,643.24 | 22,759.86 | 25,551.69 | 20,643.24 | 25,551.69 |
| 17 | Earning Per Share (Rs)* (Not annualised) | | | | | |
| | Basic before Extraordinary items (in Rs.) | (0.12) | 0.00 | 0.02 | (0.12) | (0.89) |
| | Diluted before Extraordinary items (in Rs.) | (0.12) | 0.00 | 0.02 | (0.12) | (0.86) |
| | Basic after Extraordinary items (in Rs.) | (0.12) | 0.00 | 0.02 | (0.12) | (0.89) |
| | Diluted after Extraordinary items (in Rs.) | (0.12) | 0.00 | 0.02 | (0.12) | (0.86) |
| | Number of shares used in computing Earnings per Equity Shares (taken face value of Re. 1/-) | | | | | |
| | Basic | 1,709,553.100 | 1,709,553.100 | 1,659,553.400 | 1,709,553.100 | 1,659,553.400 |
| | Diluted | 1,709,553.100 | 1,709,553.100 | 1,799,553.400 | 1,709,553.100 | 1,709,553.100 |

FCS Software Solutions Ltd.

[Signature]
Company Secretary



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

STANDALONE UNAUDITED FINANCIAL RESULTS FOR QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2016 OF FCS SOFTWARE SOLUTIONS LIMITED

| Particulars | Quarter ended 30-09-2016 | Quarter ended 30-06-2016 | Corresponding Quarter in the Previous Year 09-2015 | Year to date figures For Current Period 30-09-2016 | Year to date figures For Current Period 30-09-2015 |
|--|-----------------------------|-----------------------------|---|--|--|
| Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed | | | | | |
| Segment Revenue | | | | | |
| Revenue by Geographical Segment | | | | | |
| India | 102.89 | 114.62 | 185.03 | 217.31 | 456.92 |
| USA | 564.04 | 511.52 | 316.50 | 1,075.56 | 904.06 |
| Total | 666.73 | 626.14 | 501.53 | 1,292.87 | 1,360.98 |
| Less: Inter Segment Revenue | - | - | - | - | - |
| Net sales/income From Operations | 666.73 | 626.14 | 501.53 | 1,292.87 | 1,360.98 |
| Segment Results | | | | | |
| (Profit/+)/Loss(-) before tax, interest & unallocable Expense from each segment) | | | | | |
| India | 15.52 | 20.99 | 82.53 | 36.51 | 168.56 |
| USA | 72.25 | 83.89 | 181.98 | 149.98 | 340.55 |
| Total | 87.78 | 104.88 | 264.41 | 186.49 | 509.11 |
| Add: Other income | 426.92 | 240.96 | 287.93 | 657.88 | 529.82 |
| Less: Other Un-allocable Exp. | 300.07 | 254.32 | 352.28 | 554.39 | 696.08 |
| Total Profit Before Tax | 214.63 | 91.52 | 200.06 | 299.98 | 342.85 |

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on December 14, 2016 and further approved by the Board of Directors at its meetings held on December 14, 2016 and have been audited 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, 2016, the Company has for the first time adopted Ind AS with a transition date of 1st April 2015.
- The statement does not include results for the preceding quarter and the previous year ended 31st March 2016 as the same is not mandatory as per SEBI's circular dated 5th July 2016.
- The format for unaudited 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 2016, Ind AS and Schedule III (Division I) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.

| | |
|--|---------------|
| 5 The reconciliation of net profit reported in accordance with previous Indian GAAP for the quarter ended 30th June, 2015 to Total Comprehensive Income in accordance with Ind AS is given below. | |
| Net Income under previous GAAP | 121.83 |
| Fair valuation of investments [refer note 5(a)] | 247.38 |
| Employee benefits [refer note 5 (b)] | 247.38 |
| Net Profit under Ind AS | 369.21 |
| other comprehensive income (net of taxes) | 369.21 |
| ^{5a} Under previous GAAP, core int investments were measured at fair value and long term investments were measured at cost less diminution in value which is other than temporary, under Ind AS Financial assets other than amortized cost are subsequently measured at fair value. | |
| ^{5b} Under the previous GAAP, Actuarial gains and losses were recognized in profit or loss, Under Ind AS the actuarial gain and losses form part of remeasurement of net defined benefit liability/asset which recognized in other comprehensive income in the respective periods. | |

6 Investor complaint pending at the beginning of the quarter was Nil. No investor complaints was received during the current quarter and therefore no investor complaints are pending at the end of the quarter.

7 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.

8 The consolidated results for the quarter ended September 30, 2016 include results of subsidiary companies viz. FCS Software Solutions America Ltd., FCS Software Middle East FZE, FCS Software Solutions GmbH, FCS Software (Shanghai) Co. Ltd., Insync Business Solutions Ltd., Innova 6 Services Private Limited, Heimdahl Software Systems Private Limited, Stablesecure Infraservices Private Limited, cGain Analytics Private Limited, and Zero Time Constructions Private Limited

9 The results are also available on the website of the company at: www.fcsitd.com.

10 Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: 14.12.2016

Date: Noida

By order of the Board of Directors

Sd/-
(Director)

FCS Software Solutions Ltd.

Company Secretary

FCS SOFTWARE SOLUTIONS LIMITED

Standalone Balance Sheet as at 30.09.2016

| | | Standalone |
|--------------------|--|---------------------------|
| Particulars | | As at Sep 30, 2016 |
| | | (Amount in Lakhs) |
| A | ASSETS | |
| 1 | Non-current assets | |
| | (a) Property, Plant and Equipment | 3,177.30 |
| | (b) Capital work-in-progress | 2,021.40 |
| | (c) Financial Assets | |
| | (i) Investments | 24,651.74 |
| | (ii) Loans | 47.96 |
| | (iii) Others | - |
| | (d) Deferred tax assets (net) | 128.32 |
| | (e) Other non-current assets | - |
| 2 | Current assets | |
| | (a) Financial Assets | |
| | (i) Investments | |
| | (ii) Trade receivables | 301.65 |
| | (iii) Cash and cash equivalents | 705.63 |
| | (iv) Loans | 9,156.78 |
| | (b) Other current assets | 1,219.43 |
| | TOTAL | 41,410.21 |
| | EQUITY AND LIABILITIES | |
| B | EQUITY | |
| | <i>Equity attributable to owners of the Parent</i> | |
| | (a) Equity Share capital | 17,095.53 |
| | (b) Other Equity (Retained Earnings) | 20,643.26 |
| | <i>Total Equity (a)</i> | <i>37,738.79</i> |
| C | LIABILITIES | |
| 1 | Non-current liabilities | |
| | (a) Long-term provisions | 80.11 |
| 2 | Current liabilities | |
| | (a) Financial Liabilities | |
| | (i) Short Term Borrowings | 794.02 |
| | (ii) Trade and other payables | 46.52 |
| | (b) Other current liabilities | 2,569.81 |
| | (c) Short-term provisions | 180.96 |
| | <i>Total Liabilities (b)</i> | <i>3,671.42</i> |
| | TOTAL (a+b) | 41,410.21 |

FCS Software Solutions Ltd.

Haesky
Company Secretary



SPMG & Co

Chartered Accountants

3322A, 2nd Floor, Bank Street,
Karol Bagh, New Delhi-110005, (India)
Tel : (+) 91 11 28728769, 28727385
Website : www.spmg.in

Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Limited Review Report on Standalone Results to the Board of Directors of:

FCS Software Solutions Limited

205, 2nd Floor, Agrawal Chamber IV,
27, Veer Sawarkar Block, Vikas Marg,
Shakarpur, Delhi-110092

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of M/S. FCS Software Solutions Limited ("the Company") for the quarter and half year ended September 30, 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Ind-AS Rules of Company (Indian Accounting Standard) Rules, 2015 notified by MCA dated February 16, 2015 and SEBI circular CIR/CFD/FAC/62/2016 dated July 05, 2016.

This statement which is the responsibility of the Company's management and has been approved by the Board of Directors of the Company in their meeting held on December 14, 2016. Our responsibility is to issue a report on the statement based on our review.

2. We conducted our review of the statement in accordance with the standard on Review Engagements (SRE) 2400, "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 as to whether the financial results are free of material misstatement(s). A review is limited primarily to inquires of the company personnel and analytical procedure 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.
3. 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 aforesaid Indian Accounting Standards and other accounting principles generally accepted in Indian, has not disclosed the information required to be disclosed in term of Regulation 33 and Regulation 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as modified by the SEBI circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or it contains any material misstatement.

For SPMG & Company.

Chartered Accountants

FRN: 509249C

Vinod Gupta

FCA/Partner

M.No. 090687



Place: New Delhi

Dated: 14.12.2016

FCS Software Solutions Ltd.

Company Secretary



FCS SOFTWARE SOLUTIONS LIMITED

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

**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2016**

| S.No. | PARTICULARS | QUARTER ENDED | | | FOR THE HALF YEAR ENDED | |
|-------|--|----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|
| | | SEPT 30, 2016 UNAUDITED | JUNE 30, 2016 UNAUDITED | SEPT 30, 2015 UNAUDITED | SEPT 30, 2016 UNAUDITED | SEPT 30, 2015 UNAUDITED |
| | | | | | | (Rs. in Lacs) |
| 1 | Income from Operations (Net of Taxes) | | | | | |
| | (a) Net sales/Income from Operations | 907.58 | 913.46 | 879.75 | 1,821.04 | 2,091.29 |
| | (b) Other operating Income | - | - | - | - | - |
| | (c) Total Income (a+b) | 907.58 | 913.46 | 879.75 | 1,821.04 | 2,091.29 |
| 2 | Expenses | | | | | |
| a | Changes in Inventories (Decrease/ (Increase)) in stock in trade and work in progress | - | - | (282.66) | - | (282.66) |
| b | Employee benefits expense | 783.81 | 770.77 | 798.44 | 1,571.56 | 1,687.64 |
| c | Other expenses | 275.27 | 261.24 | 525.91 | 539.37 | 831.12 |
| d | Depreciation and amortisation expense | 1,123.56 | 1,150.23 | 975.49 | 2,270.92 | 2,121.24 |
| | Total Expenses | 2,182.64 | 2,182.24 | 2,017.17 | 4,381.86 | 4,357.33 |
| 3 | Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2) | (1,275.06) | (1,268.78) | (1,137.42) | (2,560.82) | (2,266.05) |
| 4 | Other Income | 428.89 | 238.61 | 285.88 | 667.50 | 523.87 |
| 5 | Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4) | (846.17) | (1,030.17) | (851.54) | (1,893.32) | (1,742.18) |
| 6 | Finance Costs | - | - | 5.75 | - | 28.95 |
| 7 | Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6) | (846.17) | (1,030.17) | (857.29) | (1,893.32) | (1,771.13) |
| 8 | Exceptional Items | - | 5.46 | 2.55 | 5.46 | 3.09 |
| 9 | Profit / (Loss) from ordinary activities before tax (7 + 8) | (846.17) | (1,035.62) | (859.84) | (1,898.78) | (1,774.22) |
| 10 | Tax Expenses | | | | | |
| | -Current | 75.46 | 50.72 | 85.08 | 126.18 | 126.27 |
| | -Deferred | - | - | - | - | - |
| 11 | Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10) | (921.63) | (1,086.35) | (944.92) | (2,024.96) | (1,900.49) |
| 12 | Extraordinary items (net of Tax expenses) | - | - | - | - | - |
| 13 | Other Comprehensive (Income)/Expense | (11.43) | 6.18 | 108.64 | (11.43) | 5,514.09 |
| 14 | Total Comprehensive Income | (910.20) | (1,092.53) | (1,053.56) | (2,013.53) | (7,414.58) |
| 15 | (a) Paid-up Equity Share Capital | 17,095.53 | 17,095.53 | 16,595.53 | 17,095.53 | 16,595.53 |
| | (b) Face Value (in Rs.) | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 |
| | Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | 20,765.42 | 21,857.95 | 23,506.17 | 20,765.42 | 23,506.17 |
| 17 | Earning Per Share (Rs)* (Not annualised) | | | | | |
| | Basic before Extraordinary items (in Rs.) | (0.05) | (0.06) | (0.06) | (0.12) | (0.45) |
| | Diluted before Extraordinary items (in Rs.) | (0.05) | (0.06) | (0.06) | (0.12) | (0.41) |
| | Basic after Extraordinary items (in Rs.) | (0.05) | (0.06) | (0.06) | (0.12) | (0.45) |
| | Diluted after Extraordinary items (in Rs.) | (0.05) | (0.06) | (0.06) | (0.12) | (0.41) |
| | Number of shares used in Profit/Other Income Statement | | | | | |
| | Basic | 1,709,553,100 | 1,709,553,100 | 1,659,553,400 | 1,709,553,100 | 1,659,553,400 |
| | Diluted | 1,709,553,100 | 1,709,553,100 | 1,799,553,400 | 1,709,553,100 | 1,799,553,400 |

Number of shares used in Profit/Other Income Statement

Company Secretary

CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED

Reporting of Consolidated Segment wise Revenue, Results and Capital Employed

Particulars

| | Quarter ended 30-09-2016 | Quarter ended 30-06-2016 | Corresponding Quarter in the Previous Year 30-09-2015 | Year to date figures For Current Period 30-09-2016 | Year to date figures For Current Period 30-09-2015 |
|---|-----------------------------|-----------------------------|--|--|--|
| Segment Revenue | | | | | |
| Revenue by Geographical Segment | | | | | |
| India | 192.52 | 206.18 | 328.21 | 398.70 | 690.28 |
| USA | 715.06 | 707.28 | 513.46 | 1422.34 | 1312.51 |
| CHINA | - | 0.00 | 38.08 | - | 88.49 |
| Total | 907.58 | 913.46 | 879.75 | 1,821.04 | 2,091.28 |
| Less: Inter Segment Revenue | | | | | |
| Net sales/Income From Operations | 907.58 | 913.46 | 879.75 | 1,821.04 | 2,091.28 |
| Segment Results | | | | | |
| (Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment* | | | | | |
| India | 48.57 | 59.23 | 160.83 | 107.81 | 298.89 |
| USA | 75.20 | 77.27 | 164.99 | 141.67 | 319.13 |
| CHINA | - | - | 38.16 | - | 66.30 |
| Total | 123.77 | 136.51 | 363.98 | 249.48 | 686.32 |
| Add: Other Income | 428.89 | 238.61 | 285.88 | 667.50 | 523.87 |
| Less: Other Un-allocable Exp. | 1,398.83 | 1,410.74 | 1,509.70 | 2,815.75 | 2,984.40 |
| Total Profit Before Tax | (846.17) | (1,035.62) | (859.84) | (1,898.78) | (1,774.22) |

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on December 14, 2016 and further approved by the Board of Directors at its meetings held on December 14, 2016 and have been audited 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, 2016, the Company has for the first time adopted Ind AS with a transition date of 1st April 2015.
- The statement does not include results for the preceding quarter and the previous year ended 31st March 2016 as the same is not mandatory as per SEBI's circular dated 5th July 2016.
- The format for unaudited 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 2016, Ind AS and Schedule III (Division I) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.

5 The reconciliation of net profit reported in accordance with previous Indian GAAP for the quarter ended 30th September, 2015 to Total Comprehensive Income in accordance with Ind AS is given below:

| | |
|---|-------------------|
| Net Income under previous GAAP | (944.92) |
| Fair valuation of investments [refer note 5(a)] | (108.64) |
| Employee benefits [refer note 5 (b)] | (108.64) |
| Net Profit under Ind AS | (1,053.56) |
| other comprehensive income (net of taxes) | (1,053.56) |

^{5a} Under previous GAAP, core investments were measured at lower of cost of fair value and long term investments were measured at cost less diminution in value which is other than temporary, under Ind AS Financial assets other than amortized cost are subsequently measured at fair value.

^{5b} Under the previous GAAP, Actuarial gains and losses were recognized in profit or loss, Under Ind AS the actuarial gain and losses form part of remeasurement of net defined benefit liability/asset which recognized in other comprehensive income in the respective periods.

6 Investor complaint pending at the beginning of the quarter was Nil. No investor complaints was received during the current quarter and therefore no investor complaint pending at the end of the quarter.

7 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.

8 The consolidated results for the quarter ended September 30, 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, Heimdahl Software Systems Private Limited, Stablesecure Infranservices Private Limited, cGain Analytics Private Limited, and Zero Time Constructions Private Limited

9 The results are also available on the website of the company at www.fcsitd.com

10 Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: Noida

Date: 14.12.2016

By order of the Board of Directors

For FCS Software Solutions Ltd

Sc/-

(Director)

FCS Software Solutions Ltd.

[Signature]
Company Secretary

FCS SOFTWARE SOLUTIONS LIMITED

Consolidated Balance Sheet as at 30.09.2016

| | | Consolidated |
|----------|--|---------------------------|
| | | As at Sep 30, 2016 |
| | | (Amount in Lakhs) |
| | Particulars | |
| A | ASSETS | |
| 1 | Non-current assets | |
| | (a) Property, Plant and Equipment | 4,140.48 |
| | (b) Capital work-in-progress | 2,036.75 |
| | (c) Goodwill | 2,094.79 |
| | (d) Other intangible assets | 15,509.25 |
| | (e) Financial Assets | |
| | (i) Investments | 3,610.55 |
| | (ii) Loans | 48.61 |
| | (iii) Others | |
| | (g) Deferred tax assets (net) | 128.09 |
| | (h) Other non-current assets | 2,660.18 |
| 2 | Current assets | |
| | (a) Inventories | - |
| | (b) Financial Assets | |
| | (i) Investments | - |
| | (ii) Trade receivables | 399.90 |
| | (iii) Cash and cash equivalents | 1,187.64 |
| | (iv) Loans | 9,159.49 |
| | (c) Other current assets | 1,351.54 |
| | TOTAL | 42,327.27 |
| | EQUITY AND LIABILITIES | |
| B | EQUITY | |
| | Equity attributable to owners of the Parent | |
| | (a) Equity Share capital | 17,095.53 |
| | (b) Other Equity (Retained Earnings) | 20,765.42 |
| | Non Controlling Interests | 312.04 |
| | Total Equity (a) | 38,172.99 |
| C | LIABILITIES | |
| 1 | Non-current liabilities | |
| | (a) Financial Liabilities | |
| | (i) Long-term borrowings | 36.47 |
| | (b) Long-term provisions | 80.63 |
| 2 | Current liabilities | |
| | (a) Financial Liabilities | |
| | (i) Short Term Borrowings | 794.02 |
| | (ii) Trade and other payables | 402.49 |
| | (b) Other current liabilities | 2,627.94 |
| | (c) Short-term provisions | 212.73 |
| | Total Liabilities (b) | 4,154.28 |
| | TOTAL (a+b) | 42,327.27 |

FCS Software Solutions Ltd.

Hashy
Company Secretary



Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Limited Review Report on Consolidated Results to the Board of Directors of:

FCS Software Solutions Limited

205, 2nd Floor , Agrawal Chamber IV,
27, Veer Sawarker Block, Vikas Marg,
Shakarapur, Delhi-110092

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of M/S.FCS Software Solutions Limited (“the Holding Company”) and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the group”) for the quarter and half year ended September 30, 2016 (“the Statement”), being submitted by the Holding Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Ind-AS Rules of Company (Indian Accounting Standard) Rules, 2015 notified by MCA dated February 16, 2015 and SEBI circular CIR/CFD/FAC/62/2016 dated July 05, 2016.
2. This statement which is the responsibility of the Holding Company’s management and has been approved by the Board of Directors of the Holding Company in their meeting held on December 14, 2016. Our responsibility is to issue a report on the statement based on our review.
3. We conducted our review of the statement in accordance with the standard on Review Engagements (SRE) 2400, “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 as to whether the financial results are free of material misstatement(s). A review is limited primarily to inquires of the company personnel and analytical procedure 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.
4. The Statement includes the results of the following entities:

| NAME OF THE COMPANY | RELATIONSHIP |
|---|--------------------|
| F.C.S. Software Middle East FZE | Subsidiary Company |
| FCS Software Solutions GmbH | Subsidiary Company |
| FCS Software (Shanghai) Co.Limited | Subsidiary Company |
| FCS Software Solutions America Limited | Subsidiary Company |
| Insync Business Solutions Limited | Subsidiary Company |
| Innova e Services Private Limited | Subsidiary Company |
| Heimdahl Software Systems Private Limited | Subsidiary Company |
| StablesecureInfraservices Private Limitid | Subsidiary Company |
| cGain Analytics Private Limited | Subsidiary Company |
| Zero Time Constructions Private Limited | Subsidiary Company |



[Handwritten Signature]
Company Secretary

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5. 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 aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in term of Regulation 33 and Regulation 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as modified by the SEBI circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or it contains any material misstatement.

For SPMG & Company.
Chartered Accountants
FRN: 509249C

Vinod Gupta
FCA/Partner
M.No. 090687

Place: New Delhi
Dated: 14.12.2016

FCS Software Solutions Ltd.
[Handwritten Signature]
Company Secretary