

**FCS/145/2019**

**14<sup>th</sup> August, 2019**

To,

The Bombay Stock Exchange Ltd.,  
Corporate Relationship Department,  
P J Tower, Dalal Street,  
Mumbai- 400001

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

**Subject:** Outcome of the 188<sup>th</sup> Meeting of the Board of Directors of the Company held on 14<sup>th</sup> August, 2019.

Dear Sir,

The Board of Directors of the Company in their meeting held today i.e. Wednesday, August 14, 2019, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Buddha Nagar, Noida- 201305 (U.P.), considered and approved the following businesses:

1. Un-audited Financial Results of the Company for the quarter ended on 30<sup>th</sup> June, 2019, as per Ind-AS Rules of Company (Indian Accounting Standard) Rules, 2015;
2. Take note on Resignation of Mr. Shiv Nandan Sharma, Independent Director of the company.
3. Approval for making application to Registrar of Companies for extension of Annual General Meeting due to pending approval of amalgamation of wholly owned subsidiary Companies with FCS Software Solutions Limited.

The meeting was concluded at 5:50 P.M.

This is for your information and records.

Thanking You,

Yours faithfully,

**For FCS Software Solutions Limited**

**FCS Software Solutions Ltd.**

  
**Company Secretary**

**Harsha Sharma**  
**(Company Secretary)**

**Membership No.: A33548**





# Aadit Sanyam & Associates

Chartered Accountants

UDIN: 19531388AAAAAV7926

## 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 June 30, 2019, 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: -14.08.2019

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 JUNE 30, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			YEAR ENDED
		JUNE 30 2019 UNAUDITED	MARCH 31, 2019 AUDITED	JUNE 30 2018 UNAUDITED	MARCH 31 2019 AUDITED
I	Revenue from Operations	876.31	1,117.60	691.46	3,962.00
II	Other Income	111.94	38.21	121.28	200.66
III	<b>Total Revenue (I+II)</b>	<b>988.25</b>	<b>1,155.81</b>	<b>812.74</b>	<b>4,162.66</b>
IV	<b>Expenses</b>				
a	Cost to Material Consumed	-	-	-	-
b	Purchase of stock in trade	-	-	-	-
c	Employee benefits expense	465.13	464.92	445.85	1,844.64
d	Cost of Technical sub-contractors	61.23	328.46	-	829.89
e	Finance Costs	64.14	27.95	12.48	104.72
f	Depreciation and amortisation expense	121.57	135.35	30.94	333.89
g	Other expenses	208.65	147.62	294.64	789.80
	<b>Total Expenses</b>	<b>920.73</b>	<b>1,104.30</b>	<b>783.91</b>	<b>3,902.94</b>
V	<b>Profit / (Loss) before exceptional items and tax (III-IV)</b>	<b>67.52</b>	<b>51.50</b>	<b>28.83</b>	<b>259.72</b>
VI	Exceptional Items	-	-	-	-
VII	<b>Profit / (Loss) before Tax (VII-VIII)</b>	<b>67.52</b>	<b>51.50</b>	<b>28.83</b>	<b>259.72</b>
VIII	Tax Expenses				
	(1) Current	23.97	(6.26)	9.44	49.61
	(2) Deferred	(0.43)	12.72	7.66	31.49
IX	<b>Profit (Loss) for the period from continuing operations (XI-X)</b>	<b>43.98</b>	<b>45.04</b>	<b>11.74</b>	<b>178.61</b>
X	Profit/(loss) from discontinuing operations	-	-	-	-
XI	Tax expense of discontinuing operations	-	-	-	-
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-
XIII	<b>Profit (Loss) for the period (XI + XIV)</b>	<b>43.98</b>	<b>45.04</b>	<b>11.74</b>	<b>178.61</b>
XIV	Other Comprehensive (Income)/Expense	303.75	1,062.52	(3.16)	1,118.85
XV	<b>Total Comprehensive Income \ (Loss)</b>	<b>(259.77)</b>	<b>(1,017.48)</b>	<b>14.90</b>	<b>(940.24)</b>
	(a) Paid-up Equity Share Capital	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
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	36,749.47	36,718.00	37,177.50	36,718.00
XVII	Earning Per Share (Rs)* (Not annualised )				
	Basic EPS (in Rs.)	0.003	0.003	0.001	0.010
	Diluted EPS (in Rs.)	0.003	0.003	0.001	0.010
XVIII	Number of shares used in computing Earnings per Equity Shares ( taken face value of Re.1/-)				
	Basic	1709553100	1709553100	1709553100	1709553100
	Diluted	1709553100	1709553100	1709553100	1709553100



**FCS SOFTWARE SOLUTIONS LIMITED**

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CIN No. L72100DL1993PLC179154

STANDALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED  
FOR THE QUARTER ENDED JUNE 30, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed**

Particulars	QUARTER ENDED			YEAR ENDED
	JUNE 30 2019 UNAUDITED	MARCH 31, 2019 AUDITED	JUNE 30 2018 UNAUDITED	MARCH 31 2019 AUDITED
<b>Segment Revenue</b>				
<b>Revenue by Geographical Segment</b>				
India	379.90	295.02	112.82	890.52
USA	496.41	822.58	578.64	3,071.48
<b>Total</b>	<b>876.31</b>	<b>1,117.60</b>	<b>691.46</b>	<b>3,962.00</b>
Less: Inter Segment Revenue			-	
<b>Net sales/Income From Operations</b>	<b>876.31</b>	<b>1,117.60</b>	<b>691.46</b>	<b>3,962.00</b>
<b>Segment Results</b>				
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)				
India	178.26	75.49	16.53	200.19
USA	171.69	577.19	229.08	1,917.17
<b>Total</b>	<b>349.94</b>	<b>652.68</b>	<b>245.61</b>	<b>2,117.36</b>
Add: Other Income	111.94	38.21	121.28	200.66
Less: Other Un-allocable Exp.	394.36	639.39	338.06	2,058.30
<b>Total Profit Before Tax</b>	<b>67.52</b>	<b>51.50</b>	<b>28.83</b>	<b>259.72</b>

**Notes:**

- The above results have been reviewed by the Audit Committee in the meeting held on August 14, 2019 and further approved by the Board of Directors at its meetings held on August 14, 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 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 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 by M/s FCS Software Solutions Ltd., net asset value is considered as fair Market value.
- Revenue relating to Software Export includes unbilled revenue to the extent of Rs. 75.16 Lacs for the quarter ended June 30, 2019 which is recognised on the basis of time-and material basis based on service rendered and billed to clients as per the terms of specific contracts.
- The results are also available on the website of the company at [www.ftsltd.com](http://www.ftsltd.com)
- Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: Noida

Date: August 14, 2019

By order of the Board of Directors

For FCS Software Solutions Ltd.

(Director)





# Aadit Sanyam & Associates

Chartered Accountants

UDIN : 19531388AAAAAW7308

## 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 June 30, 2019, 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: -14.08.2019

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**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**

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CIN No. L72100DL1993PLC179154

**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED**
**FOR THE QUARTER ENDED JUNE 30, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			YEAR ENDED
		JUNE 30 2019 UNAUDITED	MARCH 31, 2019 AUDITED	JUNE 30 2018 UNAUDITED	MARCH 31 2019 AUDITED
I	Revenue from Operations	885.51	1,148.95	698.20	4,040.36
II	Other Income	113.89	57.13	123.34	224.95
III	<b>Total Revenue (I+II)</b>	<b>999.40</b>	<b>1,206.07</b>	<b>821.54</b>	<b>4,265.32</b>
IV	<b>Expenses</b>				
a	Cost to Material Consumed	-	-	-	-
b	Purchase of stock in trade	-	-	-	-
C	Employee benefits expense	476.24	479.10	461.22	1,900.99
d	Cost of Technical Professional Services	61.23	328.46	-	829.89
e	Finance Costs	64.16	27.97	12.93	105.47
f	Depreciation and amortisation expense	417.78	11,843.09	1,643.16	16,948.45
c	Other expenses	210.14	158.56	296.91	827.21
	<b>Total Expenses</b>	<b>1,229.57</b>	<b>12,837.19</b>	<b>2,414.22</b>	<b>20,611.99</b>
V	<b>Profit / (Loss) before exceptional items and tax (III-IV)</b>	<b>(230.17)</b>	<b>(11,631.11)</b>	<b>(1,592.68)</b>	<b>(16,346.68)</b>
VI	Exceptional Items				
VII	<b>Profit / (Loss) before Tax (VII-VIII)</b>	<b>(230.17)</b>	<b>(11,631.11)</b>	<b>(1,592.68)</b>	<b>(16,346.68)</b>
VIII	Tax Expenses				
	(1) Current	23.97	(6.26)	9.44	49.61
	(2) Deferred	(0.43)	12.79	7.68	31.59
IX	<b>Profit (Loss) for the period from continuing operations (XI-X)</b>	<b>(253.71)</b>	<b>(11,637.65)</b>	<b>(1,609.80)</b>	<b>(16,427.88)</b>
X	Profit/(loss) from discontinuing operations				
XI	Tax expense of discontinuing operations				
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-
XIII	<b>Profit (Loss) for the period (XI + XIV)</b>	<b>(253.71)</b>	<b>(11,637.65)</b>	<b>(1,609.80)</b>	<b>(16,427.88)</b>
XIV	Other Comprehensive (Income)/Expense	303.96	412.93	(3.20)	534.38
XV	<b>Total Comprehensive Income \ (Loss)</b>	<b>(557.67)</b>	<b>(12,050.58)</b>	<b>(1,606.60)</b>	<b>(16,962.26)</b>
	(a) Paid-up Equity Share Capital	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
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	2,992.60	2,992.60	18,221.38	2,992.60
XVII	Earning Per Share (Rs)* ( Not annualised )				
	Basic EPS (in Rs.)	(0.01)	(0.68)	(0.09)	(0.96)
	Diluted EPS (in Rs.)	(0.01)	(0.68)	(0.09)	(0.96)
XVIII	<b>Number of shares used in computing earnings per equity shares</b>				
	Basic	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





**FCS SOFTWARE SOLUTIONS LIMITED**

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 CIN No. L72100DL1993PLC179154

**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED FOR THE QUARTER ENDED JUNE 30, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

<b>Reporting of Consolidated Segment wise Revenue, Results and Capital Employed</b>				
Particulars	QUARTER ENDED			YEAR ENDED
	JUNE 30 2019 UNAUDITED	MARCH 31, 2019 AUDITED	JUNE 30 2018 UNAUDITED	MARCH 31 2019 AUDITED
<b>Segment Revenue</b>				
<b>Revenue by Geographical Segment</b>				
India	389.10	326.37	119.55	968.88
USA	496.41	822.58	578.64	3,071.48
<b>Total</b>	<b>885.51</b>	<b>1,148.95</b>	<b>698.20</b>	<b>4,040.36</b>
Less: Inter Segment Revenue	-	-	-	-
<b>Net sales/Income From Operations</b>	<b>885.51</b>	<b>1,148.95</b>	<b>698.20</b>	<b>4,040.36</b>
<b>Segment Results</b>				
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*				
India	179.84	89.57	19.51	232.34
USA	168.20	580.27	217.47	1,907.03
<b>Total</b>	<b>348.04</b>	<b>669.85</b>	<b>236.98</b>	<b>2,139.37</b>
Add: Other Income	113.89	57.13	123.34	224.95
Less: Other Un -allocable Exp.	692.09	12,358.09	1,953.00	18,711.00
<b>Total Profit Before Tax</b>	<b>(230.16)</b>	<b>(11,631.11)</b>	<b>(1,592.68)</b>	<b>(16,346.68)</b>

**Notes:**

- The above results have been reviewed by the Audit Committee in the meeting held on August 14, 2019 and further approved by the Board of Directors at its meetings held on August 14, 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 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 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.
- The consolidated results for the quarter ended June 30, 2019 include results of subsidiary companies viz. F.C.S Software Middle East FZE (Management Accounts), FCS Software Solutions GmbH (Management Accounts), Insync Business Solutions Ltd., Innova e Services Private Limited, Stablesecure Infraservices Private Limited, cGain Analytics Private Limited, Zero Time Constructions Private Limited and one Associate Enterprise named M/s Entaserv E Services Ltd.
- For the valuation of investment made in all companies other than subsidiaries, net asset value is considered as fair Market value.
- Revenue relating to Software Export includes unbilled revenue to the extent of Rs. 75.16 Lacs for the quarter ended June 30, 2019 which is recognised on the basis of time-and material basis based on service rendered and billed to clients as per the terms of specific contracts.
- During the year 2018-19, FCS Software Limited has initiated the merger of its five wholly owned indian subsidiaries namely M/s Stablesecure Infraservices Pvt Ltd, M/s Innova E Services Pvt Ltd, M/s Insync Business Solutions Ltd, M/s cGain Analytics Pvt. Ltd., M/s Zero Time Constructions Pvt. Ltd. The proposed merger has been duly approved by the Board of Directors in its meeting held on 19th April 2019. The effective date of proposed merger is 01.01.2019, once approved by the competent authorities. The necessary legal process has been initiated for this merger.
- The results are also available on the website of the company at [www.fcsltd.com](http://www.fcsltd.com)
- Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: Noida  
 Date: August 14, 2019

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

  
 (Director)  
