

FCS/STX/107/2018

November 14, 2018

To,

The Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
P J Tower Dalal Street,
Mumbai: 400 001.

National Stock Exchange of India Ltd
Exchange Plaza, Plot No. C/1, G Block,
BandraKurla Complex, Bandra (E),
Mumbai: 400 051.

Subject: Outcome of the 183rd Meeting of the Board of Directors of the Company held on Wednesday, 14th November, 2018.

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 183rd Meeting held today i.e. Wednesday, November 14, 2018, at Corporate Office at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Buddha Nagar, Noida- 201305 (U.P.), considered and approved the un-audited Financial Results along with Limited Review Report for the quarter and half year ended on 30th September, 2018 as per Ind-AS Rules of Company (Indian Accounting Standard) Rules, 2015;

The meeting was concluded at 6:40 P.M.

This is for your information and records.

Thanking You,

Yours faithfully,

For **FCS Software Solutions Limited**


Harsha Sharma

(Company Secretary)

Membership No.: A33548





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 and half year ended September 30, 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: -14.11.2018

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



CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER AND HALF YEAR ENDED ON SEPTEMBER 30, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED
		SEP 30, 2018 UNAUDITED	JUNE 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	SEP 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
I	Revenue from Operations	877.32	698.20	741.04	1,575.52	1,426.17	3,250.39
II	Other Income	111.05	123.34	605.40	234.39	907.99	835.56
III	Total Revenue (I+II)	988.37	821.54	1,346.44	1,809.91	2,334.16	4,085.95
IV	Expenses						
a	Cost to Material Consumed	-	-	-	-	-	-
b	Purchase of stock in trade	-	-	-	-	-	-
C	Employee benefits expense	495.10	461.22	612.40	956.32	1,256.72	2,009.52
d	Cost of Technical Professional Services	151.43	-	-	151.43	-	669.32
e	Finance Costs	31.79	12.93	18.68	44.72	33.00	37.78
f	Depreciation and amortisation expense	1,855.12	1,643.16	1,107.29	3,498.28	2,209.20	6,221.32
c	Other expenses	201.04	296.91	112.14	497.95	390.74	878.99
	Total Expenses	2,734.47	2,414.22	1,850.52	5,148.69	3,889.67	9,816.94
V	Profit / (Loss) before exceptional items and tax (III-IV)	(1,746.10)	(1,592.68)	(504.08)	(3,338.78)	(1,555.51)	(5,730.99)
VI	Exceptional Items	-	-	-	-	-	-
VII	Profit / (Loss) before Tax (VII-VIII)	(1,746.10)	(1,592.68)	(504.08)	(3,338.78)	(1,555.51)	(5,730.99)
VIII	Tax Expenses						
	(1) Current	28.69	9.44	112.25	38.13	155.06	88.13
	(2) Deferred	15.36	7.68	-	23.04	-	17.11
IX	Profit (Loss) for the period from continuing operations (XI-X)	(1,790.15)	(1,609.80)	(616.33)	(3,399.95)	(1,710.57)	(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)	(1,790.15)	(1,609.80)	(616.33)	(3,399.95)	(1,710.57)	(5,836.22)
XIV	Other Comprehensive (Income)/Expense	(290.11)	(3.20)	670.91	(293.31)	670.91	1,551.13
XV	Total Comprehensive Income \ (Loss)	(1,500.04)	(1,606.60)	(1,287.24)	(3,106.64)	(2,381.48)	(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	17,443.90	18,223.97	16,814.48	17,443.90	16,814.48	18,790.85
XVII	Earning Per Share (Rs)* (Not annualised)						
	Basic EPS (in Rs.)	(0.10)	(0.09)	(0.04)	(0.20)	(0.10)	(0.34)
	Diluted EPS (in Rs.)	(0.10)	(0.09)	(0.04)	(0.20)	(0.10)	(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



**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR QUARTER AND HALF YEAR ENDED ON SEPTEMBER 30, 2018**

Reporting of Consolidated Segment wise Revenue, Results and Capital Employed

Particulars	QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED	
	SEP 30, 2018 UNAUDITED	JUNE 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	SEP 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED	
Segment Revenue							
Revenue by Geographical Segment							
India	147.84	119.55	118.76	267.39	245.88		509.53
USA	729.48	578.64	622.28	1,308.13	1,180.29		2,744.01
Total	877.32	698.20	741.04	1,575.52	1,426.17		3,253.54
Less: Inter Segment Revenue	-	-	-	-	-		-
Net sales/Income From Operations	877.32	698.20	741.04	1,575.52	1,426.17		3,253.54
Segment Results							
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*							
India	100.44	19.51	9.75	119.95	46.27		85.65
USA	281.78	217.47	78.17	499.25	123.17		1,155.22
Total	382.22	236.98	87.92	619.20	169.44		1,240.87
Add: Other Income	111.05	123.34	605.40	234.39	907.99		835.56
Less: Other Un -allocable Exp.	2,239.37	1,953.00	1,197.40	4,192.37	2,632.95		7,807.42
Total Profit Before Tax	(1,746.10)	(1,592.68)	(504.08)	(3,338.78)	(1,555.51)		(5,730.99)

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on November 14, 2018 and further approved by the Board of Directors at its meetings held on November 14, 2018 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.
- The consolidated results for the quarter ended September 30, 2018 include results of subsidiary companies viz. F.C.S Software Middle East FZE (Unaudited), FCS Software Solutions GmbH (Management A/c's), Insync Business Solutions Ltd., Innova e Services Private Limited, Stablessecure Infraservices Private Limited, cGain Analytics Private Limited, and Zero Time Constructions Private Limited.
- For the valuation of investment made in all companies including subsidiaries, net asset value is considered as fair Market value.
- The results are also available on the website of the company at www.fcsltd.com
- Previous period / year figures are regrouped/reclassified,

Place: Noida

Date: November 14, 2018

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



(Director)

FCS Software Solutions Limited

Consolidated Balance sheet as at September 30, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Consolidated	
	As on 30.09.2018	As on 30.09.2017
ASSETS		
Non-current assets		
Property, plant and equipment	5,785.88	3,850.00
Capital work-in-progress	1,540.38	2,644.16
Goodwill	-	2,096.08
Intangible assets	13,317.08	11,971.63
Financial assets		
- Investments	9,574.07	3,446.03
- Loans and advances	2,655.53	6,263.48
- Others	207.44	2,048.44
Deferred tax assets (Net)	121.33	161.47
Other non-current assets	1,929.75	1,900.10
Current assets		
Financial assets		
- Trade Receivables	399.61	353.92
- Cash and cash equivalents	360.66	1,799.32
- Loans and advances	569.16	19.32
- Others	-	179.80
Other current assets	1,247.64	813.33
TOTAL	37,708.52	37,547.09
EQUITY AND LIABILITIES		
Equity		
Equity Share capital	17,095.53	17,095.53
Other Equity	16,135.92	16,283.20
Non Controlling Interest	-	309.78
Non-current liabilities		
Financial liabilities	-	-
- Borrowings	1,103.65	35.95
Non-current provisions	80.31	71.62
Other non-current Liabilities	398.56	-
Current liabilities		
Financial liabilities		
- Borrowings	-	647.31
- Trade payables	268.31	35.86
- Others	-	201.47
Current Provisions	41.28	257.31
Other Current Liabilities	2,584.94	2,609.04
TOTAL	37,708.52	37,547.09





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 and half year ended September 30, 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: -14.11.2018

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

STANDARD ONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED

FOR THE QUARTER AND HALF YEAR ENDED ON SEPTEMBER 30, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED
		SEP 30, 2018 UNAUDITED	JUNE 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	SEP 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
I	Revenue from Operations	850.95	691.46	660.92	1,542.41	1,210.56	2,905.16
II	Other Income	109.39	121.28	612.83	230.67	914.60	849.57
III	Total Revenue (I+II)	960.34	812.74	1,273.75	1,773.09	2,125.16	3,754.73
IV	Expenses						
a	Cost to Material Consumed	-	-	-	-	-	-
b	Purchase of stock in trade	-	-	-	-	-	-
c	Employee benefits expense	478.11	445.85	507.34	923.96	1,075.81	1,901.79
d	Cost of Technical sub-contractors	151.43	-	-	151.43	-	669.32
e	Finance Costs	31.51	12.48	18.67	44.00	32.96	37.62
f	Depreciation and amortisation expense	59.70	30.94	34.72	90.64	60.10	104.23
g	Other expenses	115.47	294.64	179.11	410.10	359.49	634.53
	Total Expenses	836.21	783.91	739.85	1,620.12	1,528.36	3,347.49
V	Profit / (Loss) before exceptional items and tax (III-IV)	124.13	28.83	533.90	152.97	596.80	407.24
VI	Exceptional Items	-	-	-	-	-	-
VII	Profit / (Loss) before Tax (VII-VIII)	124.13	28.83	533.90	152.97	596.80	407.24
VIII	Tax Expenses						
	(1) Current	28.69	9.44	115.06	38.13	155.06	88.13
	(2) Deferred	15.36	7.66	-	23.01	-	16.96
IX	Profit (Loss) for the period from continuing operations (XI-X)	80.09	11.74	418.84	91.82	441.74	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)	80.09	11.74	418.84	91.82	441.74	302.16
XIV	Other Comprehensive (Income)/Expense	296.51	(3.16)	2,182.71	293.35	2,182.71	5,287.04
XV	Total Comprehensive Income \ (Loss)	(216.42)	14.90	(1,763.87)	(201.52)	(1,740.97)	(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	36,988.65	37,177.50	37,296.44	36,988.65	37,296.44	35,554.16
XVII	Earning Per Share (Rs)* (Not annualised)						
	Basic EPS (in Rs.)	0.00	0.00	0.02	0.01	0.03	0.02
	Diluted EPS (in Rs.)	0.00	0.00	0.02	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



**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 AND HALF YEAR ENDED ON SEPTEMBER 30, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed**

Particulars	QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED
	SEP 30, 2018 UNAUDITED	JUNE 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	SEP 30, 2018 UNAUDITED	SEP 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
Segment Revenue						
Revenue by Geographical Segment						
India	121.47	112.82	86.06	234.29	150.30	384.13
USA	729.48	578.64	574.86	1,308.13	1,060.26	2,521.03
Total	850.95	691.46	660.92	1,542.41	1,210.56	2,905.16
Less: Inter Segment Revenue			-			
Net sales/Income From Operations	850.95	691.46	660.92	1,542.41	1,210.56	2,905.16
Segment Results						
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)						
India	80.98	16.53	6.91	97.51	18.67	50.78
USA	291.86	229.08	64.95	520.94	116.09	952.58
Total	372.84	245.61	71.85	618.46	134.76	1,003.37
Add: Other Income	109.39	121.28	612.83	230.67	914.60	849.57
Less: Other Un -allocable Exp.	358.10	338.06	150.78	696.16	452.56	1,445.70
Total Profit Before Tax	124.13	28.83	533.90	152.97	596.80	407.24

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on November 14, 2018 and further approved by the Board of Directors at its meetings held on November 14, 2018 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.
- 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: November 14, 2018By order of the Board of Directors
For FCS Software Solutions Ltd


 (Director)

FCS Software Solutions Limited

Standalone Balance sheet as at September 30, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Standalone	
	As on 30.09.2018	As on 30.09.2017
ASSETS		
Non-current assets		
Property, plant and equipment	4,796.00	2,879.58
Capital work-in-progress	1,540.38	2,628.81
Intangible assets	35.21	-
Financial assets		
- Investments	26,769.86	22,857.12
- Loans and advances	2,594.33	6,246.50
- Others	201.44	2,047.79
Deferred tax assets (Net)	121.73	161.70
Other non-current assets	61.69	-
Current assets		
Financial assets		
- Current investments	-	-
- Trade Receivables	209.85	266.93
- Cash and cash equivalents	246.91	1,502.37
- Loans and advances	526.50	18.98
- Others	-	173.25
Other current assets	1,232.92	749.63
TOTAL	38,336.83	39,532.66
EQUITY AND LIABILITIES		
Equity		
Equity Share capital	17,095.53	17,095.53
Other Equity	16,882.95	18,813.42
Non-current liabilities		
Financial liabilities		
- Borrowings	1,036.92	-
Non-current provisions	79.35	70.95
Other non-current Liabilities	397.74	-
Current liabilities		
Financial liabilities		
- Borrowings	-	647.31
- Trade payables	266.89	35.86
- Others	-	28.05
Current Provisions	41.22	241.52
Other Current Liabilities	2,536.23	2,600.02
TOTAL	38,336.83	39,532.66

