

## FCS/STX/2024

July 08, 2024

To. The Dept of Corporate Services The Bombay Stock Exchange Limited 27th Floor, P.J. Towers, Dalal Street, Mumbai - 400 001

National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 001

Dear Sir/Madam,

## Sub: Compliance Report on Corporate Governance for the quarter ended on June 30, 2024.

We attach herewith the quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format specified in (Annexure I) for the quarter ended on June 30, 2024.

This is for your kind information and records.

Thanking you,

Yours faithfully,

For FCS Software Solutions Limited are Solutions

Company Secretary

Marsha Sharma

(Company Secretary)

Membership No. – A33548

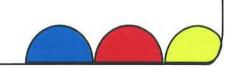
business processes 👅 collaborative platforms 🌎 enterprise interfaces



Regd. off: 205, 2nd Floor, Aggarwal Chamber IV, 27, Veer Sawarker Block, Vikas Marg, Shakerpur, Delhi 110 092 Tel: +91-011-42418371, www.fcsltd.com

Corporate Office: Plot No. 83, NSEZ, Noida Phase II, Noida-201305, Tel: 0120-4635900 Fax. 0120-4635941 Email id: investors@fcsltd.com website:- www.fcsltd.com Nolda Office: A-86, Sector-57, Noida-201301, India, Tel: 0120-3061100, Fax No-0120-3061111

Plot No. 1A,Sector-73, Noida-201301 Chandigarh Office: Plot -J-7, Rajiv Gandhi Chandigarh Technology Park, Kishan Garh Chandigarh-160101 Panchkula Office: Plot No.-11, HSIIDC Park, Sector-22, Panchkula, Haryana -134109 Gurugram Office: Plot No-54, EHTP, Sector-34, Gurugram-122004



## General information about company

Scrip code

Market Capitalisation as per immediate previous Financial Year	Risk management committee	Date of Report	incholonia dialiter	Reporting Occasion	Date of and of fine :	Pate of start of factors	Name of the costs.	NISI	MSEI Symbol	NSE Symbol	
Top 2000 listed entities	Not Applicable	30-06-2024	Quartely	31-03-2025	01-04-2024	FCS Software Solutions Limited	INE512B01022	NOTLISTED		FCSSOFT	532666

FCS Softwate Solutions Ltd.

Company Secretary

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Sachdev	Ravinde	Neelam		ya	Singh	Brijesh		Sharma	Archana			Statuta	Sunder	Shayam			Dalip			
ARVPS8733		CGEPS6404		AADPB7523				CC7TC 11140	-			4	ANWPS544			(	AQLPK4922			
102808		102911		004899				27				03	002728			32	_			
Executive		Independ ent Director	Non- Executive	Director	independ	Executive	Non-	Director	Independ	Executive	Non-	Director	ent		Executive	Director	_			
Not Applicabl		Not Applicabl		Applicabi	Not			Applicabl	Not			0	Applicabl	<u>?</u>		On	Chairpers			
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	Active		Active				Active				BATTER	Ď.				Active				
	Yes		Yes				Yes				101	V				NA				
4C	2023	29-08-	2022	03-08-			2022	03-08-			2019	13-11-							-	
29.08.	0	34.09	2022	07 67-			2022	06-05-			2000	08-12-				05-05-				
		Sold of	2022	0			2022				2019	13-11-			2000	01-04-				
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OTANDA Y	1000	29-08. 78-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-18-08-	B	474		00.00	8				60,00				60.00			1.0		Regula tions)
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Titl e e e e fMr of the Director }	
or	
PAN	1
DIN	a sort is relati
Category 1 of directors	CEO MID OF CEO
Category 2 of directors	Yes
Cate gory 3 of dire ctor	13
Date of Birth	
Wh eth eth the dire ctor ctor disgualificed?	C
Star t Dat e of disq ualif icati	164 of t
End Date of disqu alifica tion	164 of the Companies Act, 2013
Det ails of disq uaff icati	ctors und mies Act,
Current	er section 2013
Whethe r special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	
Date of passing special resolution	
initial Date of appoint ment	
Date of Reappointme	
Dat e of cess atio	
Tenur e of direct or (in mont hs)	
No of Directo rship in listed entitle s including this listed entity (Refer Regulation 17A of Listing Regulations)	
No of independ ent Directors hip in listed entities including this listed entity [with reference to proviso to regulatio n 17A(1)]	
Number of of membe rships in Audity Stakeho ider Commit tee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
No of post of Chairpe rson in Audit/ Stakeho Ider Commit tee held in listed entities includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati	
Rea son for Cess atto	
Not es for not providin g	
Notes for not providing DIN	H I

Annexure I to be submitted by listed entity on quarterly basis

i. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson Is there any change in information of board of directors compare to previous quarter

Yes

Disclosure of notes on composition of board of directors explanatory

		_	_		-	_				
4	ω	2	Н	Sr		<b>Audit Committee Details</b>				
10280805	00489983	08300527	00272803	DIN Number		ittee Details				
Ravinder Sachdeva	Brijesh Singh Bhadauriya	Archana Sharma	Shayam Sunder Sharma	Name of Committee members			Is there any char			
Executive Director	Non-Executive - Independent Director	Non-Executive - Independent Director	Non-Executive - Independent Director	Category 1 of directors	Whether the Audit Committee has a Regular Chairperson		Is there any change in information of committees compare t	Disclosure of notes on composition of committees explanatory	II. Composition of Committees	Annexure 1
Member	Member	Member	Chairperson	Category 2 of directors	egular Chairperson		compare to previous quarter	ittees explanatory		
29-08-2023	07-07-2022	06-05-2022	14-08-2019	Date of Appointment	Yes		Yes			
				Date of Cessation						

		Whether the Nomina	Whether the Nomination and remuneration committee has a Regular Chairperson	gular Chairperson	Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
12	00272803	Shayam Sunder Sharma	Non-Executive - Independent Director	Chairperson	14-08-2019	
2	08300527	Archana Sharma	Non-Executive - Independent Director	Member	06-05-2022	
ω	00489983	Brijesh Singh Bhadauriya	Non-Executive - Independent Director	Member 10 07-07-2022	07-07-2022	

		Whether the Stal	Whether the Stakeholders Relationship Committee has a Regular Chairperson	gular Chairperson	Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
Н	00272803	Shayam Sunder Sharma	Non-Executive - Independent Director	Chairperson	14-08-2019	
2	08300527	Archana Sharma	Non-Executive - Independent Director	Member	06-05-2022	
ω	00489983	Brijesh Singh Bhadauriya	Non-Executive - Independent Director	Member	07-07-2022	

3 10280805	2 08300527	1 00272803	Sr DIN Number		Corporate Social Responsibility Committee
Ravinder Sachdeva	Archana Sharma	Shayam Sunder Sharma	Name of Committee members	Whether the Corp	
Executive Director	Non-Executive - Independent Director	Non-Executive - Independent Director	Category 1 of directors	Whether the Corporate Social Responsibility Committee has a Regular Chairperson	
Member	Member	Chairperson	Category 2 of directors	a Regular Chairperson	
29-08-2023	06-05-2022	13-08-2014	Date of Appointment	Yes	
			Date of Cessation		

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Dis	Disclosure of notes on meeting of board of directors explanatory  Date(s) of meeting (if any) previous quarter and Current quarter in chronological order) quarter of days)  O9-02-2024  24-05-2024  Naximum gap between any two consecutive (in number of days)	Disclosure of notes on meeting of board of directors explanatory  Date(s) of meeting (Enter dates of previous quarter and Current quarter of quarter in chronological order)  24-05-2024  Maximum gap between any not two consecutive (in number of days)  Notes for hotes on meeting of board of directors explanatory  Maximum gap between any not two consecutive days)  104	Date(s) of meeting (Enter dates of previous quarter and Current quarter in chronological order)  24-05-2024  Maximum gap between any quarter in chronological order)  Maximum gap between any two consecutive quarter in chronological order)  Maximum gap between any two consecutive quarter of Quorum on date of Quorum on date of the meetin
m gap n any ecutive ber of s)	m gap Notes for n any not ecutive ber of Date s)	m gap Notes for n any not ecutive ber of Date  104  Notes for Whether requirement of Quorum on date of the meetin  Yes  Total Number of Number of Directors a on date of the meetin	m gap nany not ecutive ber of Date  104  Number of Total Present* non date of Date  Number of Directors Number of Directors on date of the meeting the meeting Number of Directors On date of Independent Director)
m gap n any ecutive ber of s)	m gap Notes for n any not ecutive providing ber of Date s)	m gap Notes for n any not ecutive ber of Date  Yes  Total Number of Number of Providing of Quorum on date of the meetin Yes	m gap Notes for Whether nany not ecutive providing ber of Date  s)  Number of Directors as of Quorum on date of Directors including the meeting Independent Director)  Yes  Number of Directors as including Independent Director)
Notes for not providing Date		Whether requirement of Quorum on date of the meetin.  Yes  Total Number of Number of Directors a on date of the meetin.	Whether requirement of Quorum on date of the meeting here wes so the meeting here of the meeting of Quorum on date of the meeting lndependent Director)  Yes 6  Number of Directors as including Independent Director)
	Whether requirement of Quorum met (Yes/No) Yes	Total Number of Directors ar on date of the meetin	Number of Total Directors Number of present* Directors as on date of including Independent Director)  6



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	4				w			2		ы	Sr Co	AI
Committee	Audit	Committee	Responsibility	Social	Corporate	Committee	Relationship	Stakeholders	Committee	Audit	Committees  Disclosure of com  Name of  Committee	Annexure 1
	24-05-2024				09-02-2024		09-02-2024			09-02-2024	mittees  Disclosure of notes on meeting of committees explanatory  Name of Center dates of Previous quarter and Current quarter in chronological order)	
	104										Maximum gap between any two consecutive (in number of days)	
											Name of other committe	
											Reson for not providin g date	
	Yes				Yes					Yes	Whether requireme nt of Quorum met (Yes/No)	
	4				ω		ω			4	Total Number of Directors in the Committee as on date of the meeting	
	4				3		ω			4	Number of Directors Present (All Directors including Independent Director)	
	ω				2		ω			ω	No. of Independent Directors attending the meeting*	
	0				0		0	)		0	No. of members attending the meeting (other than Board of Directors)	

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Brief details of the event	Sr. Date of the event
	Number of cyber security incidence or breaches or loss of data event occurred during the quarter
	Other details of cyber security incidence or breaches or loss of data event
No	Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter
	Details of Cyber security incidence

Somman Sacretary

sactions	Disclosure of notes on related party transa	
	Whether details of RPT entered into pursuant to omnibus approval have yes been reviewed by Audit Committee	ω
	Whether shareholder approval obtained for material RPT	2
	Whether prior approval of audit committee obtained	ы
nce If status is "No" details of non-compliance may be given here.  NA)	Subject Status (Yes/No/NA)	Sr
	V. Related Party Transactions	

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	Annexure 1	
Sr VI.	Subject	Compliance status (Yes/No)
	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements)	Yes
-	Regulations, 2015  The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)	V <sub>P</sub> ς
2	Regulations, 2015	
	a. Audit Committee	
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)	Yes
ω	Regulations, 2015.	ć
	b. Nomination & remuneration committee	
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)	<b>V</b> <sub>P</sub> <b>C</b>
4	Regulations, 2015.	ć
	c. Stakeholders relationship committee	
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)	N A
5	Regulations, 2015.	
	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI	Yes
6	(Listing obligations and disclosure requirements) Regulations, 2015.	
J	The meetings of the board of directors and the above committees have been conducted in the manner as specified	Yes
7	in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
00	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
	Annual Chromotions / Advice of Board of Directors may be mentioned here:	

2 Designation	1 Name of signatory	Sr	
		Subject	
Secretary and Compliance Officer	Harsha Sharma	status	

	Signatory Details
Name of signatory	HARSHA SHARMA
Designation of person	Company Secretary and Compliance Officer
place	NOIDA
Date	08-07-2024

C.S. Solvetone & School School